



Open Board of Governors

Algoma University - Board of Governors
Virtual Meeting Only
2024-11-25 18:30 - 2024-11-25 19:30 EST

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1. CALL TO ORDER

The Open Board meeting will be live-streamed via the Algoma University - Governance YouTube channel . This will be a fully virtual meeting, Robert Battisti, Vice-Chair will act as meeting chair in the absence of the Kelli-Ann Lemieux, Board Chair.

1.1. Acknowledgement of Traditional Territories

As the Board of Governors began in Closed Session for this meeting, an acknowledgement of traditional territories was provided in that session to commence the meeting.

1.2. Chair's Opening Remarks

1.3. Declarations of Conflicts of Interest

2. CONSENT AGENDA

MOTION : That all items listed under the 'Consent Agenda' be approved as recommended.

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8.1. Board Membership Changes

8.1.1. Welcoming New Board Members

Ian Grant, External Member Jonathon Cutz, Non-Teaching Staff Member Domanique Camara, Student Governor (SASA)

8.1.2. Recognition of Board Member Service

Cecilia Bruno, External Member (LGIC), is coming to the end of her term on the Board of Governors. Cecilia was appointed by the Lieutenant Governor in Council to serve on Algoma University's Board of Governors from December 2, 2021 to December 1, 2024.

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That the Board of Governors meeting be terminated.



Special Board of Governors Meeting Minutes

Algoma University - Board of Governors
8/21/2024 5:15 PM EDT
@ CC 201 SSM Campus / Virtual

Attendance

Present:

Members: Arjun Batra (remote), Robert Battisti (remote), Cecilia Bruno (remote), Kelli-Ann Lemieux (remote), Dionisio Nyaga (remote), Minion Paul (remote), Elaine Pitcher (remote), Paul Quesnele (remote), Mario Turco (remote), Asima Vezina (remote)

Secretariat: Samantha Giuliani (remote), Faviola Graceni (remote), Shannon Kelly (remote), Nadya Ladouceur (remote)

Absent:

Members: Julia Duncan, Sonja Kosuta, Rajat Marwah, Taylor Sayers

1. CALL TO ORDER FOR VIRTUAL ONLY MEETING

The meeting was held virtually.

1.1. Acknowledgement of Traditional Territories

Kelli Ann Lemieux provided a personal land acknowledgment.

1.2. Declarations of Conflicts of Interest

None.

2. OPEN AGENDA

Motion:

To approve the open agenda.

Motion moved by Robert Battisti and motion seconded by Mario Turco. Carried.

3. ITEMS FOR DECISION/DISCUSSION

3.1. Notice of Motion: By-Law Repeal and Enactment

The Secretary and the Chair of the Governance Committee provided a summary of the changes to the Board By-laws, noting that minor changes were incorporated based on comments received from Governors since the Board

meeting in June. It was noted that the Board was given opportunities for feedback over the summer including a special session held in July. It was explained to Governors that based on consultation with legal counsel given the significant changes to the By-laws the cleanest way to move forward would be to repeal By-law 7.4 and enact By-law No. 1 and By-law No. 2. It was noted that the Board had until October 18, 2024 to review, update and file its governing documents to comply with the Ontario Not-For Profit Corporations Act (ONCA). It was noted that the addition of a transition provision was specified for the current Student Governor to ensure the Board is not violating its new By-laws after enactment.

A Governor expressed their discomfort at moving forward with a motion to approve the new By-laws at the September meeting, noting that they still had many questions they wanted addressed before voting on the motion and that new members had not had the same amount of time to review them. It was clarified that the Board had been given a considerable amount of time and opportunity to provide feedback and it was noted that the purpose of the meeting was to provide a notice of motion and that there would be time in between to discuss as needed. It was decided that a Q&A document could be circulated for Board members to provide questions in advance of the September Board meeting to meet the ONCA requirements.

A governor expressed concerns about the removal of the language surrounding the Board's powers in the By-law, to which it was clarified that this was already included in the Algoma University Act and that legal counsel recommended removal of the power from the By-laws to avoid repeating the Act.

Governors inquired if Board term lengths could be changed to which is was noted that this was determined by legislation and that part of the reason for the By-law delay was waiting for the government's decision on requests to change Board terms, however the only change made to the Act was to add two years a the Chair's term.

It was suggested that something be added to the By-laws to recognize the Board connections with the Senate. The Chair of the Governance Committee acknowledged the request, noting that once the By-laws were approved, the Governance Committee would be rolling out a series of updated policies where this could be articulated on and clarified that By-laws are fairly prescribed by law and custom, but Board policies are more flexible and can better represent the work done by the Board with other parts of the university.

A Governor expressed their hesitancy to bringing forward the by-laws noting that they felt this decision was rushed. It was noted that the current Board By-laws

are not in compliance with ONCA requirements and the University needs to be compliant by October 18, 2024. It was also noted that the Board has the ability to go back and make modifications as needed. It was also noted that the iterative process to arrive at the revisions was quite extensive and included a significant level of sector and best practices research, legal advisement, and consultation.

4. TERMINATION

Motion:

That the open meeting be terminated.

Motion moved by Elaine Pitcher and motion seconded by Arjun Batra. Carried.



Open Board of Governors Minutes

Algoma University - Board of Governors
9/26/2024 4:30 PM EDT
@ CC 201 - SSM Campus / Virtual

Attendance

Present:

Members: Arjun Batra (remote), Cecilia Bruno, Sonja Kosuta (remote), Kelli-Ann Lemieux, Rajat Marwah (remote), Dionisio Nyaga (remote), Minion Paul, Paul Quesnele, Mario Turco, Asima Vezina

Guests: Craig Fowler, Mohamed El Kahlout, Kramer Rousseau

Secretariat Office: Samantha Giuliani, Shannon Kelly (remote), Nadya Ladouceur

Absent:

Members: Robert Battisti, Jake Giacomo Pastore, Taylor Sayers

1. CALL TO ORDER (Presenters: Kelli-Ann Lemieux)

The Chair called the meeting to order at 4:30 pm.

1.1. Acknowledgement of Traditional Territories

The Chair provided a personalized Land Acknowledgement.

1.2. Chair's Opening Remarks

The Chair welcomed Governors to the first regular meeting of Board cycle, extending a special welcome to new Board members. She then highlighted significant milestones reached over the summer and echoed the President's sentiments on the importance of the Board in navigating complex challenges in response to the uncertainty in the sector.

1.3. Declarations of Conflicts of Interest

None.

2. CONSENT AGENDA (Presenters: Kelli-Ann Lemieux)

Motion:

That all items listed under the 'Consent Agenda' be approved as recommended.

Motion moved by Mario Turco and motion seconded by Asima Vezina. Carried with two abstentions.

- 2.1. OPEN Agenda for Board Meeting
- 2.2. OPEN Minutes for Previous Meeting
3. REPORT FROM THE PRESIDENT (Presenters: Asima Vezina)

The President indicated that the fall term was off to a good start and highlighted the increase in domestic and Indigenous student enrollment, the continued commitment to small class sizes (50% under 40) and in-person learning (80%), the pass rate of over 90% for both international and domestic students, and the recognition that Algoma currently has the second highest amount of scholarships and bursaries in the country. The President noted the focus on the implementation of its strategic plan and vision, while responding to the challenges and current uncertainty in the higher education sector citing the ongoing tuition freeze and cap on the enrolment corridor. She noted ongoing advocacy by the University and the Council of Ontario Universities (COU) related to the implementation of the Blue Ribbon Panel recommendations and the upcoming Strategic Mandate Agreement (SMA4) negotiations. The President expressed that the University stands on a solid financial foundation ranking among the top Ontario universities in the financial health metrics framework laid out by COU and the Ministry and highlighted key investments in staffing, accessibility, health, safety and security, a student residence in Brampton, a new Student Information System and Makwa Waakaa'igan. The President concluded her presentation by acknowledging the work of the Board of Governors and all the groups on campus and reiterated her confidence in Algoma University.

4. PRESENTATIONS - N/A
5. BUSINESS ARISING - N/A
6. ITEMS FOR DECISION / DISCUSSION - N/A
7. NEW BUSINESS
 - 7.1. Lieutenant Governor in Council (LGIC) Appointed Member: Giacomo L. Pastore

The Chair welcomed back Giacomo L. Pastore (Jake Pastore) back to the Board of Governors, noting his re-appointment by the Lieutenant Governor in Council (LGIC) from September 13, 2024 to July 29, 2027 (OC: 1191/2024).

- 7.2. Departing Governors

The Chair of the Board acknowledged the contribution of departing Governor Elaine Pitcher, specifically to the Governance Committee, and thanked departing Governor Julia Duncan for her interest in serving on the Board. The Chair noted that the process to elect a new Non-Teaching Employee Governor was underway.

8. INFORMATION ITEMS

8.1. Notice of Motion: Board of Governors By-Laws Revision

The Chair indicated that the Board will have an opportunity to discuss the By-law revisions during the closed session of the Board.

8.2. Press Release: Algoma University honoured with inaugural Global Education for Peace Award

9. MOVE INTO CLOSED SESSION (Presenters: Kelli-Ann Lemieux)

Motion:

That Board of Governors move into the Closed Session.

Motion moved by Sonja Kosuta and motion seconded by Mario Turco. Carried.



Special Board of Governors Meeting - Open Session Minutes

Algoma University - Board of Governors
10/1/2024 6:00 PM EDT
@ Virtual

Attendance

Present:

Members: Arjun Batra (remote), Robert Battisti (remote), Sonja Kosuta (remote), Kelli-Ann Lemieux (remote), Rajat Marwah (remote), Minion Paul (remote), Paul Quesnele (remote), Mario Turco (remote), Asima Vezina (remote)

Guests: Kramer Rousseau (remote)

Secretariat Office : Faviola Graceni (remote), Shannon Kelly (remote), Nadya Ladouceur (remote)

Absent:

Members: Cecilia Bruno, Dionisio Nyaga, Jake Giacomo Pastore, Taylor Sayers

1. RECONVENING OF SEPTEMBER 26, 2024 MEETING (Presenters: Kelli-Ann Lemieux)

The September 26, 2024 Board of Governors meeting Open Session reconvened at 6:08 pm.

1.1. ACKNOWLEDGEMENT OF TRADITIONAL TERRITORIES

The Secretary provided a personalized land acknowledgement.

1.2. APPROVAL OF MOTIONS MADE IN CLOSED SESSION RECONVENED FROM SEPTEMBER 26, 2024 (Presenters: Kelli-Ann Lemieux)

Motion:

To approve the motions made in the Closed Session.

Motion moved by Rajat Marwah and motion seconded by Robert Battisti.
Carried.

1.3. TERMINATION OF OPEN SESSION RECONVENED FROM SEPTEMBER 26, 2024 (Presenters: Kelli-Ann Lemieux)

Motion:

That the Board of Governors meeting that was reconvened from September 26, 2024 be terminated.

Motion moved by Robert Battisti and motion seconded by Sonja Kosuta. Carried.

2. MEMBERS' MEETING

2.1. CALL TO ORDER (Presenters: Kelli-Ann Lemieux)

The Chair called the Members' meeting to order at 6:15 pm.

2.2. DECLARATIONS OF CONFLICTS OF INTEREST

None.

2.3. APPOINTMENT OF EXTERNAL GOVERNOR: IAN GRANT

Motion:

That the Board of Governors appoint Ian Grant as an External Member from October 1, 2024 to June 30, 2027, subject to a satisfactory criminal records check as per policy.

Motion moved by Mario Turco and motion seconded by Minion Paul. Carried.

A brief overview of the background of the candidate was provided. It was noted that the Governance Committee had reviewed the candidate's application and recommended the proposed appointment.

2.4. TERMINATION OF MEMBER'S MEETING

Motion:

To terminate the members meeting.

Motion moved by Mario Turco and motion seconded by Arjun Batra. Carried.

3. BOARD OF GOVERNORS SPECIAL MEETING - OPEN SESSION

3.1. CALL TO ORDER (Presenters: Kelli-Ann Lemieux)

The Chair called the meeting to order at 6:18 pm.

3.2. DECLARATIONS OF CONFLICTS OF INTEREST

None.

3.3. OPEN AGENDA

Motion:

To approve the open agenda.

Motion moved by Sonja Kosuta and motion seconded by Mario Turco. Carried.

3.4. ITEMS FOR DECISION/DISCUSSION

3.4.1. Approval: By-Law Repeal and Enactment

Motion:

That the Board of Governors repeal By-Laws 7.4 and enact By-law No. 1 and By-law No. 2 effective immediately, as presented.

Motion moved by Robert Battisti and motion seconded by Asima Vezina. Carried with one opposed and one abstention.

The Secretary advised that a Notice of Motion was provided during the Board of Governors meeting on September 26, 2024 to repeal Board of Governors By-Laws 7.4 and enact Board of Governors By-law No. 1, which is the standard corporate By-law relating generally to the conduct of the affairs of Algoma University, and Board of Governors By-law No. 2, which sets forth the eligibility criteria and election procedures for prescribed members of the Board of Governors under the Algoma University Act, 2008, S.O. 2008, c. 13 as well as additional internal governors. It was also noted that the briefing note outlined the process followed to review the By-laws as well as a detailed analysis of the proposed changes. Prior to the vote, the Chair indicated that changes to the By-laws require a two-thirds majority in favour.

3.4.2. Approval: Code of Conduct for Governors Policy and Related Documents

Motion:

That Board of Governors approve the revised Code of Conduct for Governors and related documents, replacing the current B09 Code of Conduct and retiring the B03 Policy on Board Member Expectations as recommended by the Governance Committee.

Motion moved by Rajat Marwah and motion seconded by Sonja Kosuta. Carried with one abstention.

The Secretary noted that the adoption of the code of conduct was required for the University to be legally compliant with the Ontario's Not-

for-Profit Corporations Act, 2010 (ONCA) by October 18, 2024 and provided an overview of the process followed to compose such noting that a thorough review of best practices within the sector was conducted. It was noted that the proposed revisions were compliant with the University Act and the By-laws and met the ONCA requirements.

3.5. TERMINATION

Motion:

That the Special Board of Governors meeting be terminated at 6:26 pm.

Motion moved by Minion Paul and motion seconded by Arjun Batra. Carried.

Members' E-Vote: Non-Teaching Staff Governor: Jonathon Cutz

Approval Details

Motion: Jake Giacomo Pastore
Second: Robert Battisti

Open Date: 11/8/2024 5:11 PM EST
Close Date: 11/18/2024 3:02 PM EST

Approval Description

MOTION: To elect Jonathon Cutz as the Non-Teaching Staff Governor to fill the vacancy for the term ending June 30, 2025, subject to a satisfactory criminal records check as per policy.

Approval Results

Vote **Passed**

12/12 (**100%**) Voted "Yes".

0/12 (**0%**) Voted "No".

0/12 (**0%**) Voted "Abstain".

0/12 (**0%**) No vote placed.

Voter	Final Vote	Electronic Vote Date	Signature
Asima Vezina	YES	11/18/2024	
Minion Paul	YES	11/13/2024	
Taylor Sayers	YES	11/12/2024	
Rajat Marwah	YES	11/11/2024	
Cecilia Bruno	YES	11/11/2024	
Kelli-Ann Lemieux	YES	11/10/2024	
Arjun Batra	YES	11/10/2024	
Ian Grant	YES	11/10/2024	
Sonja Kosuta	YES	11/10/2024	
Mario Turco	YES	11/10/2024	
Robert Battisti	YES	11/10/2024	
Jake Giacomo Pastore	YES	11/9/2024	

Members' E-Vote: Student Governor (SASA) - Domanique Camara

Approval Details

Motion: Mario Turco
 Second: Robert Battisti

Open Date: 11/11/2024 4:54 PM EST
 Close Date: 11/18/2024 3:18 PM EST

Approval Description

MOTION: To elect Domanique Camara as the Student Governor (SASA) for the term ending June 30, 2025, subject to a satisfactory criminal records check as per policy.

Approval Results

Vote **Passed**

- 12/12 (**100%**) Voted "Yes".
- 0/12 (**0%**) Voted "No".
- 0/12 (**0%**) Voted "Abstain".
- 0/12 (**0%**) No vote placed.

Voter	Final Vote	Electronic Vote Date	Signature
Asima Vezina	YES	11/18/2024	
Minion Paul	YES	11/13/2024	
Ian Grant	YES	11/13/2024	
Arjun Batra	YES	11/13/2024	
Rajat Marwah	YES	11/13/2024	
Sonja Kosuta	YES	11/12/2024	
Taylor Sayers	YES	11/12/2024	
Jake Giacomo Pastore	YES	11/12/2024	
Cecilia Bruno	YES	11/12/2024	
Kelli-Ann Lemieux	YES	11/11/2024	
Robert Battisti	YES	11/11/2024	
Mario Turco	YES	11/11/2024	

Board E-Vote: Interim Chair of Governance Committee

Approval Details

Motion: Arjun Batra
 Second: Robert Battisti

Open Date: 10/30/2024 11:54 AM EDT
 Close Date: 11/8/2024 4:12 PM EST

Approval Description

MOTION: That the Board of Governors elect Sonja Kosuta as interim Chair of the Governance Committee until the remainder of the current Board cycle ending June 30, 2025, upon recommendation of the Governance Committee.

Approval Results

Vote **Passed**
 9/12 (**75%**) Voted "Yes".
 0/12 (**0%**) Voted "No".
 3/12 (**25%**) Voted "Abstain".
 0/12 (**0%**) No vote placed.

Voter	Final Vote	Electronic Vote Date	Signature
Sonja Kosuta	ABSTAIN	11/4/2024	
Asima Vezina	YES	11/4/2024	
Minion Paul	ABSTAIN	10/31/2024	
Cecilia Bruno	YES	10/31/2024	
Rajat Marwah	YES	10/31/2024	
Mario Turco	YES	10/31/2024	
Jake Giacomo Pastore	YES	10/30/2024	
Kelli-Ann Lemieux	YES	10/30/2024	
Taylor Sayers	YES	10/30/2024	
Robert Battisti	YES	10/30/2024	
Ian Grant	ABSTAIN	10/30/2024	
Arjun Batra	YES	10/30/2024	

Algoma UNIVERSITY



NOVEMBER 2024 REPORT
TO THE BOARD OF GOVERNORS



PRESIDENT'S MESSAGE



With the end of the Fall semester approaching and a New Year on the horizon, I want to thank Algoma students, faculty, and staff for their hard work and dedication. Wishing all the best to our students as they prepare for their final exams and papers during these last weeks.

“There are no shortcuts to any place worth going.” BEVERLY STILLIS

Algoma continues to be guided by the implementation of our *2023–26 Strategic Plan* and our new vision: *leading meaningful change for generations to come*. While the immediate future will require Algoma to adapt to significant changes being imposed by the federal and provincial governments, I am confident we will navigate these changes while remaining focused on our Special Mission, the long-term strategy and vision of the University.

Starting in 2025, we understand the federal government will reduce study permits further by 10%, while 12% of all study permits will be reserved for Master’s and PhD students. This change requires Algoma and all other higher education institutions to take time to pause and analyze the financial implications.

Algoma University’s financial health remains stable because of a deliberate decision in 2019 to grow international enrolment and introduce more degree and high-demand programs, increase the faculty base to attract larger numbers of domestic and Indigenous students, and increased research and innovation funding opportunities. Having said this, today, the future outlook of universities in Ontario has become harder to foresee, particularly within the restraint of frozen domestic tuition and domestic corridors (from 2018 until the present).

Like other universities, Algoma is waiting for more clarity from Immigration, Refugees and Citizenship Canada (IRCC), as well as the province for our Provincial Attestation Letter (PAL) allocations that will allow us to understand the full financial impact IRCC’s changes will have on the University’s budget.



My report to the Board of Governors provides an overview of the mitigation and advocacy strategies the Executive Team and I have implemented to adapt to the changes in federal immigration policy, while also highlighting new partnerships, recent achievements and our approach to 2025 winter enrolment.

New Prudent Fiscal Outlook and Hiring Criteria

Prior to the federal changes, Algoma University proactively initiated strategies to mitigate the financial risk of potential changes to Canada's immigration policy. This included stabilizing enrolment in the Fall of 2023, particularly in Senate-approved certificates and degree programs. We are currently aiming to maintain enrolments of 2,000 - 2,300 in Sault Ste. Marie and 4,500 - 5,000 in Brampton. We expect to sustain this enrolment for at least three years, positioning Algoma University as a mid-sized institution of 6,000 - 7,000 students.

In addition to stabilizing enrolment, Algoma is introducing more Master's programs, shifting the balance of certificates to a heavier emphasis on degree programming. We are preparing to introduce 2-3 e-learning undergraduate Computer Science degrees in high-demand areas and a variety of micro-credential certificates to the Professional and Continuing Education program.

As careful stewards of Algoma's finances, the Executive Team has recommended that the continued freeze on tuition and domestic enrolment combined with the drastic reduction in international study permits requires Algoma University to adopt a new prudent fiscal outlook to protect our financial stability.

To this end, the Executive Team is implementing new hiring criteria that will be applied to vacancies and new positions, including the new positions approved in the 2024-2025 budget. The criteria will help ensure that new positions and vacancies that directly impact student success, significant workload, and Decolonization continue to be prioritized.

Student Headcounts 2024-25

As anticipated, Algoma is observing the expected trends with international student enrolment declining for the 2024-25 academic year, while domestic enrolment is experiencing modest growth. This aligns with our projections for stabilizing enrolment across our campuses.

Algoma University is bolstering its recruitment efforts through various on-campus and outreach programs. These include comprehensive campus visit programs such as personalized campus tours, Grade 12 Days, and Specialist High Skills Major visits to offer prospective students firsthand experience of university life. The university is also hosting guidance counsellor events, expanding its college outreach, and directly engaging with students and educators to build strong connections and increase enrolment. These initiatives ensure that prospective students can explore all that Algoma has to offer in a more personal and interactive setting.



Strategic Advocacy

Over the past month, with the support of the Vice President of Growth, International & External Relations (VPGIER) and the External Relations Team, I have actively engaged with Members of Provincial Parliament (MPPs) from all three campus communities to ensure they are fully aware of the potential financial impacts of upcoming decisions related to 2025 Provincial Attestation Letter allocations and domestic corridor funding. The meetings were successful. All MPPs are supportive of Algoma's position that Algoma should have increased corridor funding for Brampton's inclusion. They have agreed to advocate on Algoma's behalf with their provincial colleagues.

We also engaged with the Hon. Peter Bethlenfalvy, Ontario Minister of Finance, during the same period. We met with senior staff from the Ministry of Colleges and Universities and the Premier's Office to raise further awareness of Algoma University's important role within Ontario's higher education sector and its reliance on the PAL allocation for Brampton's future and the North's prosperity. We also discussed the challenges Algoma is facing in light of the federal government's significant reduction in international student study permits and PGWP eligibility.

I held similar meetings while I was in Ottawa attending the annual Universities Canada Fall Executive Heads meeting. I had the opportunity to meet with several Members of Parliament (MPs) who will be critical to our long-term advocacy efforts as we head closer to an anticipated federal election.

New Partnerships

Algoma is establishing partnership agreements with the GTA colleges, including Centennial, George Brown, Humber, Seneca, and Sheridan. Other colleges that are interested in working with Algoma include Fanshawe and Georgian College at the undergraduate and graduate levels.

We have also had interest from two Indigenous Institutes, including Anishinaabek Educational Institute and Six Nations Polytechnic, to explore pathways from their diploma programs to our degree programs. We currently have a long-standing relationship with Shingwauk Kinooamaage Gamig and the Oshki-Wenjack Education Institute.



Recent Highlights

In October, I attended a community planning session hosted by Algoma University's Department of Psychology members to inform the development of a [Master's-level psychotherapy training program](#) focusing on mental health care delivery in Northern Ontario. Attendees provided valuable input that will shape the program's structure, curriculum, practicum opportunities, and professional development offerings.

Plans are underway between the Faculty of Computer Science and the National Centre for Immersive Technologies. This new and developing program and training area will provide Algoma graduates with the required skills for this emerging AR/VR/XR technology field.

The John Rhodes Scholarship Dinner Planning Committee hosted the largest fundraiser in the event's history and raised a record-breaking \$262,000 for this important scholarship. These scholarships help students such as this year's winner, Lisa Brisson, stay local, and we are grateful to the broader community for their continued support of our university and our students.

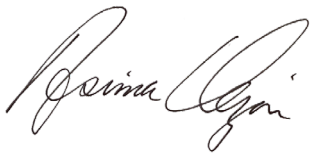
Algoma University is once again on the Maclean's University Rankings. While Algoma has only recently made the listing of Macleans, we are proud to hold top rankings in the country for scholarships and bursaries for 2025 and the top ranking in "operating budget," which measures the money available at each school for current expenses compared to the size of our student body. We will continue to prioritize areas where we want to improve our scores.

Finally, Algoma's ['My Mission'](#) digital marketing campaign won five golds at the 12th Annual Education Digital Marketing Awards competition in the United States. Congratulations to the Marketing Team and everyone who worked on this impactful, award-winning campaign. An in-depth marketing campaign analysis will be provided to the Board during the January meeting.

As we approach the holiday season, I want to wish our entire Algoma U community and their families a wonderful and restful break. I am pleased to invite our entire Algoma University community to our upcoming annual Holiday Social events across all three campuses, starting in Sault Ste. Marie on December 5, Timmins on December 11, and Brampton on December 13.

I hope you can join us as we share the season's joy. Wishing you all a happy, healthy, and joyous holiday season.

Chi-miigwetch, merci, and thank you for all you do for Algoma U.



Asima Vezina
President and Vice-chancellor



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APPROVAL: POLICY - BOARD MEETINGS

Open Agenda: 25 NOV 2024

PURPOSE:

PREPARED BY:

Approval Discussion Information

Faviola Graceni, Manager, Policy & Privacy

Paul Quesnele, University Secretary

1.0 ACTION

MOTION: That the Board of Governors, on the recommendation of the Governance Committee, approve the revised BO5 Board Meeting Policy and related documents, as well as the subsequent retirement of the following policies:

- BO4 Board Agenda Development Policy;
- BO7 Policy for E-Voting;
- BO10 Policy for Board Attendance.

2.0 EXECUTIVE SUMMARY

The Governance Committee has reviewed and provided feedback on the documentation throughout the fall 2024 meeting cycle. The Policy - Board Meetings incorporates content from By-law No. 1, and aligns with ONCA and/or FIPPA requirements, as well as reflects the current Board practices and best practices in the higher education sector. This policy consolidates content from 4 existing and current policies including: BO5 Board Meeting Policy; BO4 Board Agenda Development Policy; BO7 Policy for E-Voting; and BO10 Policy for Board Attendance. This consolidation will aid in streamlining for a cohesive approach for Governors and will reduce the likelihood of conflicting information across separate policies, providing a clear, comprehensive guide for all matters related to Board meetings.

3.0 ANALYSIS

The Policy - Board Meetings incorporates content from:

- Board of Governors By-law No. 1 - **marked in blue**
- Content from Existing BO5 Policy - Board Meeting Policy - **marked in red**
- Content from Existing BO4 Policy - Board Agenda Development - **marked in orange**
- Content from Existing BO7 Policy - E-Voting - **marked in fuschia**
- Content from Existing BO10 Policy - Attendance - **marked in green**
- Content added to reflect current Board practice or align with best practices in higher education sector - marked in black
- Content added to align with ONCA or FIPPA requirements - **marked in pink**

It is important to note that the proposed draft includes content (in blue) that was meant to be removed from the By-law as it was previously deemed prescriptive and procedural. This content is now duplicated in the policy and By-law No. 1. It is recommended that the content that is duplicated be removed from the By-laws at a future revision of the By-laws and remain only in the policy and its related procedures.

Highlights and key areas of focus for the Board Meetings policy have been provided below:

1. Provides that type of meetings the Board may have in accordance with current practices of the Board, legislation and the By-laws (i.e. open, closed, in-camera, held electronically or in-person with hybrid options).
2. Outlines the rules and detailed procedures for how Open meetings will be conducted and who can attend open meetings.
3. Outlines the rules and purposes for which the Board can have Closed meetings in accordance with legislation; how closed meetings will be conducted; who can attend; and the confidentiality requirements attendees must abide by for closed meetings.
4. Outlines the rules and detailed procedures for how in-camera meetings will be conducted and the purposes for which the Board can have In-camera meetings.
5. Outlines attendee conduct requirements during meetings and how interference with meeting conduct will be managed.
6. Establishes requirements and procedures for the development of the agenda of Board meetings including timelines for submission of items and materials, process for submitting requests, and responsibility for setting the agenda.
7. Outlines the rules and procedures for how attendance at meetings will be recorded and monitored, and how attendance issues will be addressed.
8. Establishes requirements and procedures for voting at meetings including e-voting; development of minutes; setting location and date of meetings and giving notice.
9. As required by By-law No. 1, establishes the rules and requirements for how electronic meetings of the Board will be conducted.

It is important to note a change in the treatment of Board retreats and/or Board training sessions. Based on our research of legislation governing open and closed meetings, as well as practices within the higher education sector, we have determined that Board retreats are considered a formal meeting and must be minuted accordingly. The minutes would only need to outline the date, location and purpose of the meeting, along with any decisions made (if any). As outlined in the policy and By-law No.1 these meetings would be conducted as closed sessions.

4.0 RISK IMPLICATIONS

Having strong and well documented board meetings policy formalizes and puts in place measures for the effective organization and administration of meetings ultimately reducing risk.

5.0 COMMUNICATIONS STRATEGY

Once approved, the policy will be publicly available on the University's [Policies and Procedures](#) webpage. It will also be available on the Board portal. Members of the Board will also be oriented to the requirements of this policy and its procedures during Orientation and as necessary.

6.0 ATTACHMENTS

1. Policy - Board Meetings - Clean
2. Policy - Board Meetings - Marked Up
3. Procedures - Board Meetings - Clean
4. Procedures - Board Meetings - Marked Up

BO 05, 04, 07 & 10 BOARD MEETINGS POLICY

Category:	Board of Governors
Sub-category	TBD
Policy number:	TBD
Policy owner & office:	Board Governance Committee
Approver:	Board of Governors
Date last approved:	YYYY-MM-DD
Note:	The electronic version of the policy on algonau.ca/policies-and-procedures prevails over all other electronic or printed copies. This policy supersedes any related previous versions.

1. PURPOSE

- 1.1. The purpose of this Policy is to promote the effective organization and administration of Algoma University's Board of Governors meetings.

2. SCOPE

- 2.1. This policy and its procedures define requirements, roles and responsibilities in the organization and administration of meetings of the Board of Governors and where relevant, of the Committees of the Board.
- 2.2. This policy and related procedures apply to all meetings of the Board of Governors, and where relevant, to meetings of the Committees of the Board. They also apply to all members of the Board of Governors, its committees, all individuals involved in the organization and administration of meetings of the Board, and anyone attending meetings of the Board or its committees, including observers and invited guests.

3. EXCEPTIONS TO POLICY

- 3.1. Any exceptions to this policy will be approved by the Board of Governors.

4. DEFINITIONS

Board: means the Board of Governors of Algoma University.

Committee of the Board: means any standing, ad-hoc or other committee, subcommittee or similar entity which the Board establishes as per By-law No.1 and related policy.

Closed: means to move or hold a meeting, or portion of a meeting, to Non-Public or In-camera.

Confidential information: includes but is not limited to proprietary information, privileged information, financial data, strategic plans, personnel matters, legal matters, and any other information deemed confidential by Algoma University, its Board of Governors or its designated representatives.

Notice of Dissent: means a formal statement made by a Governor who was absent from a meeting, written to the Board Secretary within seven 7 days, after receiving the draft minutes to express disagreement with a decision or resolution that has been voted on.

In-Camera: means moving a meeting, or portion of a meeting, that includes only members of the Board of Governors.

Invited Guest: anyone who is invited in advance by the Board or their designate to attend or speak at a meeting of the Board or its committees.

Meeting: means any regular, special or other gathering that:

- includes the full membership, or quorum, of the Board, Executive or any other committee of the Board; and
- is intended to discuss or otherwise deal with any matter that advances the business or decision-making of the Board and/or its committees.

Non-Public: means a meeting that is open to all those wishing to attend as observers, including both internal and external to the University.

Observers: any individual allowed to observe open meetings of the Board of Governors and who is not invited as an Invited Guest.

Public: means a meeting open to all individuals, both internal and external to the University, in accordance with Algoma University's Act, 2008.

Social events: mean social functions, conventions, workshops, ceremonial events, press conferences, retreats etc.

5. POLICY

5.1. MEETINGS

- 5.1.1. The Board of Governors is committed to holding meetings with openness and transparency, while also ensuring responsible and accountable deliberation and decision-making.
- 5.1.2. The Board of Governors will conduct meetings in accordance with the Algoma University Act, Bylaw No.1 Section 6, this policy and its related procedures.
- 5.1.3. **The Board may conduct open, closed and/or in-camera meetings as part of its regular administration.** Meetings can be conducted in person and/or electronically, providing attendees with the flexibility to choose their preferred mode of attendance.
- 5.1.4. Board members attending social events are not considered to be in a Board meeting so long as no official business or decisions for the University are made. Governors must avoid discussing University business at social events.
- 5.1.5. Meetings of the Board will be held in accordance with By-law No.1 section 6, this policy and its procedures.
- 5.1.6. **As per By-law No. 1 section 6.21, interference with the progress of a Board meeting by anyone is not permitted and interferences** will be managed in accordance with the relevant procedures of this policy.

5.2. OPEN MEETINGS

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Content added from By-law No. 1 Version presented for **approval Sept 26**

Content from Existing BO4 Policy - Board Agenda Development

Content from Existing BO5 Policy - Board Meeting Policy

Content from Existing BO7 Policy - E-Voting

Content from Existing BO10 Policy - Attendance

Content added to reflect current Board practice or align with best practices in higher education sector

- 5.2.1. Open meetings allow the public to observe University governance in action. Board meetings will be generally open. However, the entire meeting, or part of a meeting, will be closed under circumstances allowed by legislation, the Algoma University Act section 27, By-law No.1 section 6.17 and this policy.
- 5.2.2. While the public is allowed to observe open meetings, applicable legislation and By-law No.1 section 6.21 does not give the public the right to speak, address a meeting, to communicate with individual members, to disturb the conduct of a meeting in any way, introduce placards or signs or cameras or other recording machines, or vote in a meeting. Observers of open meetings will be informed and must follow conduct requirements outlined in the procedures of this policy.
- 5.2.3. As per By-law No. 1 section 6.9, members of the public wishing to address the Board must contact the Secretary of the Board in advance of the meeting and follow the policy on access to the Board and its procedures.
- 5.2.4. Members of the public wishing to observe open meetings should submit a request to attend the meeting, in writing to the Secretariat Office, at least two calendar days in advance of the Board meeting.
- 5.2.5. As per By-law No. 1 section 6.17, attendance by the public for open meetings of the Board is subject to limitations of space, applicable space regulations or laws (i.e fire code etc) and relevant health and safety policies and procedures.
- 5.2.6. The Board Secretary will make open Board meetings temporarily available online via live streaming. Details regarding how to access such viewings will be available on the website.
- 5.2.7. As per By-law No. 1 section 6.21, observers wishing to audio-record, videotape and film open meetings of the Board must communicate in advance with the Board Secretary and receive approval by the Chair. If approval is granted, the Board Secretary will make appropriate arrangements with the requestor while aligning with the effective conduct of the meeting.
- 5.2.8. Agenda and supporting materials for open Board meetings will be available electronically on the website.

5.3. CLOSED MEETINGS

- 5.3.1. In accordance with legislation, the Algoma University Act section 27 (2), By-law No.1 section 6.17 and this policy, circumstances under which the entire meeting, or part of a meeting, to be closed to the public may include, but are not limited to:
 - 5.3.1.1. Matters which are deemed Confidential by the Board or under other legislation;
 - 5.3.1.2. A proposed or pending acquisition or disposition of the property of the University;
 - 5.3.1.3. Litigation, potential litigation or information that is subject to confidential privilege under legislation;
 - 5.3.1.4. Labour relations or employee negotiations;
 - 5.3.1.5. A position, plan, procedure, criteria or instruction to be applied to negotiations;
 - 5.3.1.6. Advice subject to solicitor-client privilege, including communications necessary for that

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- purpose;
- 5.3.1.7. Information supplied in confidence to the University which if disclosed, could significantly prejudice a competitive position or interfere with negotiations (eg. a trade secret or scientific, technical, commercial, financial or labour relations information);
 - 5.3.1.8. Information (e.g., a trade secret or scientific, technical, commercial, or financial information) that belongs to the University and has monetary value;
 - 5.3.1.9. Meetings of all committees of the Board;
 - 5.3.1.10. Meetings held for the purpose of education or training of governors and its committee members or for self-governance, evaluation and management of the Board;
 - 5.3.1.11. Personal matters about an identifiable individual or personal information that is subject to the Freedom of Information and Protection of Privacy Act (FIPPA), including requests made under this act or other privacy legislation;
 - 5.3.1.12. An ongoing investigation of the University by investigative bodies such as the Ontario Ombudsman, Information Privacy Commission, Ontario Human Rights Commission etc.
- 5.3.2. Any decision to hold a closed Board meeting, or part of a meeting, will be made by the Board in accordance with By-law No. 1 sections 6.17 and 6.18, section 5.3.1 of this policy and related procedures of this policy.
 - 5.3.3. As per By-law No. 1 section 6.17 and 6.18, before going into a closed session, a motion to approve the confidential part of the agenda must be made. This motion cannot be debated in public. If there is any debate, or changes to the agenda are required, these will happen in the closed session. Upon returning to the open session, the Chair shall report any decisions made during the closed session that are not considered confidential in accordance with the procedures of this policy.
 - 5.3.4. In general, closed sessions of Board meetings may be attended by Governors, the Board Secretary, required additional support personnel, and members of the Senior Executive. Individuals listed on the agenda, or as deemed necessary by the Chair, for the presentation of individual items may also attend.
 - 5.3.5. As per the Code of Conduct for Governors policy and By-law No. 1 section 6.19, members of the Board and its committees and those invited to attend a closed session of Board meetings are bound by the duty of confidentiality and must keep all matters discussed in closed sessions strictly confidential.
 - 5.3.6. As per By-law No. 1 section 6.19, discussions, meeting materials and minutes:
 - 5.3.6.1. are deemed confidential;
 - 5.3.6.2. will be distributed only to members of the Board of Governors and as necessary, those invited by the Board to attend; and
 - 5.3.6.3. will be managed in accordance with the confidentiality requirements of By-law No. 1, the Code of Conduct for Governors policy, and this policy and its procedures.
 - 5.3.7. Resolutions passed in closed meetings, even when recorded in the minutes of public meetings as required by legislation, do not release Board Governors and other authorized attendees from their duty to keep confidential the information and discussions shared ahead

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of or during those closed and in-camera meetings.

- 5.3.8. Individuals invited to attend closed meetings will be required to sign a confidentiality acknowledgement form before or at the start of the meeting in accordance with the Board Code of Conduct policy.

5.4. IN-CAMERA

- 5.4.1. In addition to open and closed sessions of the Board, and in accordance with good governance principles and the procedures of this policy, the Board may hold in-camera sessions.
- 5.4.2. The in-camera session provides an opportunity for Governors to have post-meeting discussions in a safe space, while reflections are top of mind. The President and non-Governors would not be present for such a session. The Board would be able to provide feedback that the Chair can discuss with the President as necessary. In-Camera sessions will not be used to conduct business, other than matters pertaining to the employment of the Board's sole employee (the President) as applicable.
- 5.4.3. In-camera meetings are an exception to the Board's normal meeting practice and may be scheduled before or after a regularly scheduled meeting of the Board of Governors, or as necessary.
- 5.4.4. In-camera meetings of the Board will be held in accordance with this policy and its procedures.
- 5.4.5. In-camera meetings are confidential and attendees are bound by their duty to keep confidential the information and discussions shared during the in-camera meetings.

5.5. ELECTRONIC MEETINGS

- 5.5.1. As per By-law No.1 section 6.5.4 and 6.6, the Board may conduct meetings using University designated electronic meeting services so long as these services support anonymous voting and display the identities of participants, identify speakers seeking recognition, display or allow access to the text of pending motions and show the outcomes of votes.
- 5.5.2. All of the meeting rules outlined in By-law No. 1 and sections 5.1, 5.2, 5.3 and 5.4 of this policy and related procedures apply to electronic meetings.

5.6. COMMITTEE MEETINGS

- 5.6.1. Meetings of the standing, ad-hoc or any other committees of the Board of Governors will be closed and will be conducted in accordance with By-law No. 1 section 7 and policies and procedures related to Committees of the Board.

5.7. DEVELOPMENT OF THE AGENDA

- 5.7.1. The Board Secretary in consultation with the Chair, Vice-Chair and President are responsible for generating agendas for meetings of the Board and its committees, in

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accordance with the procedures of this policy and By-law No. 1 section 6.7 and 6.8.

- 5.7.2. All matters for consideration for a Board, or Board Committee, meeting agenda will be requested in writing to the Board Secretary following the procedures of this policy and in accordance with By-law No. 1 section 6.8.
- 5.7.3. All matters for consideration for a Board meeting agenda must first be presented to the appropriate Board Committee before being included in the Board of Governors meeting agenda. A rare exception to the requirement for a matter to first go through a Board Committee may apply in the following cases:
 - 5.7.3.1. The item does not fall under any Committee(s) mandate.
 - 5.7.3.2. The item is a recommendation from the Senate.
 - 5.7.3.3. The item is of an urgent nature.
- 5.7.4. Only matters submitted in accordance with the requirements outlined in By-law No. 1, section 5.7 of this policy and its related procedures will be included in the meeting agenda and distributed to the Board, or Board Committee. Provided that all requirements are met, the Chair in consultation with the Vice-Chair, President and Board Secretary will determine the meeting date on which the matters requested will be addressed.
- 5.7.5. As per By-law No.1 section 6.8, the business of a meeting will be confined to the agenda and no new matter will be dealt with unless the introduction of such new matter is approved by two-thirds vote of the Governors present and voting. Also, the Chair will be informed prior to the meeting if new items have been submitted for the agenda after the agenda has been circulated and/or was approved by the Chair. At the beginning of the meeting, the Chair will request a motion on how to address these new items.
- 5.7.6. A Board member who wishes to add an item to the Board's agenda or to be provided with additional information should make this request in writing to the Chair of the Board, through the Board Secretary, using the same timelines outlined in section 5.7.8 below. .
- 5.7.7. If the Board member and the Chair are not in agreement, then the Board member may, on prior notice to the Chair, raise the request during the call for approval of the agenda at the opening of the Board meeting, and the matter shall be determined by the Board and in accordance with By-law No. 1 section 6.8.
- 5.7.8. Timelines for submitting a matter for consideration for a Board meeting**
 - 5.7.8.1. All items for consideration for a Board, or Board Committee, meeting agenda must be submitted at least 15 business days prior to the meeting following the procedures of this policy.
 - 5.7.8.2. All supporting materials to the item for consideration must be submitted at least 10 business days prior to the meeting.
 - 5.7.8.3. Meeting agenda and materials must be distributed to members of the Board, or Board Committee, at least 7 business days prior to the meeting.

5.8. ATTENDANCE

- 5.8.1. Governors are required to actively and effectively participate in meetings of the Board and

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its committees, following the attendance requirements in By-law No. 1 section 3.17.5, the Board Code of Conduct for Governors policy, and this policy and its related procedures.

- 5.8.2. Governors are expected to attend all meetings of the Board and Committees they serve on.
- 5.8.3. As per By-law No. 1 section 3.17.5, the Board may declare a Governor's membership vacant if they miss three consecutive regular Board meetings, or attend less than 70% of Board and Committee meetings combined during the annual Board cycle, unless they are on an approved leave.
- 5.8.4. The Board Secretary is responsible for monitoring attendance and coordinating with the Chair of the Governance Committee to address any issues, while ensuring compliance with the procedures of this policy.
- 5.8.5. Governors who anticipate or encounter difficulty meeting the minimum attendance expectations should proactively coordinate with the Board Secretary.
- 5.8.6. Governors may request a leave of absence from the Board, for a period no longer than six-months following the related procedures of this policy.

5.9. VOTING AT MEETINGS

- 5.9.1. All motions and resolutions at meetings of the Board will be voted in accordance with By-law No. 1 sections 6.12 through to 6.15 and section 9. Voting of the procedures of this policy.
- 5.9.2. Where voting is required to be done through electronic means, including electronic voting (e-vote) through the Board portal, voting will be done in accordance with By-law No. 1 section 6.16 and section 9. Voting of the procedures of this policy.

5.10. LOCATION, DATE, TIME & NOTICE OF MEETINGS

- 5.10.1. The location, date and times, notice of the meetings and establishment of quorum for all meetings of the Board will be determined as per By-law No. 1 sections 6.3 through to 6.5, 6.11 and the procedures of this policy.
- 5.10.2. Notice of meetings will define if a meeting will be held in-person or electronically.

5.11. MINUTES

- 5.11.1. Minutes of meetings of the Board will be prepared and kept in accordance with By-law No. 1 section 6.22 and any relevant policies.

5.12. SPECIAL MEETINGS

- 5.12.1. Special meetings of the Board will be held in accordance with By-law No. 1 section 6.5.

5.13. ROLES AND RESPONSIBILITIES

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Content added to reflect current Board practice or align with best practices in higher education sector

- 5.13.1. The Board Secretary and the Chair of the Board are responsible for ensuring compliance with this policy and its procedures.
- 5.13.2. The Board Governance Committee is responsible for reviewing this policy.

6. REFERENCES

This policy and the related procedures are established in accordance with the below, as amended from time to time.

- 6.1. Procedures - Board Meeting

7. APPENDIXES

None

8. INTERPRETATION, COMPLIANCE & REVIEW

- 8.1. This policy was developed and adheres to Algoma University's Policy on Policy Development and its appendixes.
- 8.2. The policy owner and the Policy Office at the University have the authority to address questions related to the interpretation and application of this policy and to monitor adherence to the policy.
- 8.3. Compliance with this policy is expected by all and at all times. Non-compliance with this policy may result in disciplinary action, up to and including termination or other determined consequences. Any instance of non-compliance with this policy should be reported immediately to the Policy Owner or Policy Office who will follow established procedures to assess and determine actions required.
- 8.4. Amendments to the policy may occur in response to changing circumstances or legislation, with regular reviews conducted according to the determined frequency at a minimum.
- 8.5. Algoma University recognizes the value of using existing best practice, guidelines, and frameworks established by other Universities and acknowledges their role in informing our own policies.

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BO 05 BOARD MEETINGS POLICY

Category:	Board of Governors
Sub-category	TBD
Policy number:	TBD
Policy owner & office:	Board Governance Committee
Approver:	Board of Governors
Date last approved:	YYYY-MM-DD
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- 1.1. The purpose of this Policy is to promote the effective organization and administration of Algoma University's Board of Governors meetings.

2. SCOPE

- 2.1. This policy and its procedures define requirements, roles and responsibilities in the organization and administration of meetings of the Board of Governors and where relevant, of the Committees of the Board.
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3. EXCEPTIONS TO POLICY

- 3.1. Any exceptions to this policy will be approved by the Board of Governors.

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- 5.1.6. As per By-law No. 1 section 6.21, interference with the progress of a Board meeting by anyone is not permitted and interferences will be managed in accordance with the relevant procedures of this policy.

5.2. OPEN MEETINGS

- 5.2.1. Open meetings allow the public to observe University governance in action. Board meetings will be generally open. However, the entire meeting, or part of a meeting, will be closed under circumstances allowed by legislation, the Algoma University Act section 27, By-law No.1 section 6.17 and this policy.

- 5.2.2. While the public is allowed to observe open meetings, applicable legislation and By-law No.1 section 6.21 does not give the public the right to speak, address a meeting, to communicate with individual members, to disturb the conduct of a meeting in any way, introduce placards or signs or cameras or other recording machines, or vote in a meeting. Observers of open meetings will be informed and must follow conduct requirements outlined in the procedures of this policy.
- 5.2.3. As per By-law No. 1 section 6.9, members of the public wishing to address the Board must contact the Secretary of the Board in advance of the meeting and follow the policy on access to the Board and its procedures.
- 5.2.4. Members of the public wishing to observe open meetings should submit a request to attend the meeting, in writing to the Secretariat Office, at least two calendar days in advance of the Board meeting.
- 5.2.5. As per By-law No. 1 section 6.17, attendance by the public for open meetings of the Board is subject to limitations of space, applicable space regulations or laws (i.e fire code etc) and relevant health and safety policies and procedures.
- 5.2.6. The Board Secretary will make open Board meetings temporarily available online via live streaming. Details regarding how to access such viewings will be available on the website.
- 5.2.7. As per By-law No. 1 section 6.21, observers wishing to audio-record, videotape and film open meetings of the Board must communicate in advance with the Board Secretary and receive approval by the Chair. If approval is granted, the Board Secretary will make appropriate arrangements with the requestor while aligning with the effective conduct of the meeting.
- 5.2.8. Agenda and supporting materials for open Board meetings will be available electronically on the website.

5.3. CLOSED MEETINGS

- 5.3.1. In accordance with legislation, the Algoma University Act section 27 (2), By-law No.1 section 6.17 and this policy, circumstances under which the entire meeting, or part of a meeting, to be closed to the public may include, but are not limited to:
 - 5.3.1.1. Matters which are deemed Confidential by the Board or under other legislation;
 - 5.3.1.2. A proposed or pending acquisition or disposition of the property of the University;
 - 5.3.1.3. Litigation, potential litigation or information that is subject to confidential privilege under legislation;
 - 5.3.1.4. Labour relations or employee negotiations;
 - 5.3.1.5. A position, plan, procedure, criteria or instruction to be applied to negotiations;
 - 5.3.1.6. Advice subject to solicitor-client privilege, including communications necessary for that purpose;
 - 5.3.1.7. Information supplied in confidence to the University which if disclosed, could significantly prejudice a competitive position or interfere with negotiations (eg. a trade secret or scientific, technical, commercial, financial or labour relations information);
 - 5.3.1.8. Information (e.g., a trade secret or scientific, technical, commercial, or financial information) that belongs to the University and has monetary value;
 - 5.3.1.9. Meetings of all committees of the Board;
 - 5.3.1.10. Meetings held for the purpose of education or training of governors and its committee

- members or for self-governance, evaluation and management of the Board;
- 5.3.1.11. Personal matters about an identifiable individual or personal information that is subject to the Freedom of Information and Protection of Privacy Act (FIPPA), including requests made under this act or other privacy legislation;
- 5.3.1.12. An ongoing investigation of the University by investigative bodies such as the Ontario Ombudsman, Information Privacy Commission, Ontario Human Rights Commission etc.
- 5.3.2. Any decision to hold a closed Board meeting, or part of a meeting, will be made by the Board in accordance with By-law No. 1 sections 6.17 and 6.18, section 5.3.1 of this policy and related procedures of this policy.
- 5.3.3. As per By-law No. 1 section 6.17 and 6.18, before going into a closed session, a motion to approve the confidential part of the agenda must be made. This motion cannot be debated in public. If there is any debate, or changes to the agenda are required, these will happen in the closed session. Upon returning to the open session, the Chair shall report any decisions made during the closed session that are not considered confidential in accordance with the procedures of this policy.
- 5.3.4. In general, closed sessions of Board meetings may be attended by Governors, the Board Secretary, required additional support personnel, and members of the Senior Executive. Individuals listed on the agenda, or as deemed necessary by the Chair, for the presentation of individual items may also attend.
- 5.3.5. As per the Code of Conduct for Governors policy and By-law No. 1 section 6.19, members of the Board and its committees and those invited to attend a closed session of Board meetings are bound by the duty of confidentiality and must keep all matters discussed in closed sessions strictly confidential.
- 5.3.6. As per By-law No. 1 section 6.19, discussions, meeting materials and minutes:
 - 5.3.6.1. are deemed confidential;
 - 5.3.6.2. will be distributed only to members of the Board of Governors and as necessary, those invited by the Board to attend; and
 - 5.3.6.3. will be managed in accordance with the confidentiality requirements of By-law No. 1, the Code of Conduct for Governors policy, and this policy and its procedures.
- 5.3.7. Resolutions passed in closed meetings, even when recorded in the minutes of public meetings as required by legislation, do not release Board Governors and other authorized attendees from their duty to keep confidential the information and discussions shared ahead of or during those closed and in-camera meetings.
- 5.3.8. Individuals invited to attend closed meetings will be required to sign a confidentiality acknowledgement form before or at the start of the meeting in accordance with the Board Code of Conduct policy.

5.4. IN-CAMERA

- 5.4.1. In addition to open and closed sessions of the Board, and in accordance with good governance principles and the procedures of this policy, the Board may hold in-camera sessions.
- 5.4.2. The in-camera session provides an opportunity for Governors to have post-meeting discussions in a safe space, while reflections are top of mind. The President and non-Governors would not be present for such a session. The Board would be able to

provide feedback that the Chair can discuss with the President as necessary. In-Camera sessions will not be used to conduct business, other than matters pertaining to the employment of the Board's sole employee (the President) as applicable.

- 5.4.3. In-camera meetings are an exception to the Board's normal meeting practice and may be scheduled before or after a regularly scheduled meeting of the Board of Governors, or as necessary.
- 5.4.4. In-camera meetings of the Board will be held in accordance with this policy and its procedures.
- 5.4.5. In-camera meetings are confidential and attendees are bound by their duty to keep confidential the information and discussions shared during the in-camera meetings.

5.5. ELECTRONIC MEETINGS

- 5.5.1. As per By-law No.1 section 6.5.4 and 6.6, the Board may conduct meetings using University designated electronic meeting services so long as these services support anonymous voting and display the identities of participants, identify speakers seeking recognition, display or allow access to the text of pending motions and show the outcomes of votes.
- 5.5.2. All of the meeting rules outlined in By-law No. 1 and sections 5.1, 5.2, 5.3 and 5.4 of this policy and related procedures apply to electronic meetings.

5.6. COMMITTEE MEETINGS

- 5.6.1. Meetings of the standing, ad-hoc or any other committees of the Board of Governors will be closed and will be conducted in accordance with By-law No. 1 section 7 and policies and procedures related to Committees of the Board.

5.7. DEVELOPMENT OF THE AGENDA

- 5.7.1. The Board Secretary in consultation with the Chair, Vice-Chair and President are responsible for generating agendas for meetings of the Board and its committees, in accordance with the procedures of this policy and By-law No. 1 section 6.7 and 6.8.
- 5.7.2. All matters for consideration for a Board, or Board Committee, meeting agenda will be requested in writing to the Board Secretary following the procedures of this policy and in accordance with By-law No. 1 section 6.8.
- 5.7.3. All matters for consideration for a Board meeting agenda must first be presented to the appropriate Board Committee before being included in the Board of Governors meeting agenda. A rare exception to the requirement for a matter to first go through a Board Committee may apply in the following cases:
 - 5.7.3.1. The item does not fall under any Committee(s) mandate.
 - 5.7.3.2. The item is a recommendation from the Senate.
 - 5.7.3.3. The item is of an urgent nature.
- 5.7.4. Only matters submitted in accordance with the requirements outlined in By-law No. 1, section 5.7 of this policy and its related procedures will be included in the meeting agenda and distributed to the Board, or Board Committee. Provided that all requirements are met, the Chair in consultation with the Vice-Chair, President and Board Secretary will determine the meeting date on which the matters requested will be addressed.

- 5.7.5. As per By-law No.1 section 6.8, the business of a meeting will be confined to the agenda and no new matter will be dealt with unless the introduction of such new matter is approved by two-thirds vote of the Governors present and voting. Also, the Chair will be informed prior to the meeting if new items have been submitted for the agenda after the agenda has been circulated and/or was approved by the Chair. At the beginning of the meeting, the Chair will request a motion on how to address these new items.
- 5.7.6. A Board member who wishes to add an item to the Board's agenda or to be provided with additional information should make this request in writing to the Chair of the Board, through the Board Secretary, using the same timelines outlined in section 5.7.8 below. .
- 5.7.7. If the Board member and the Chair are not in agreement, then the Board member may, on prior notice to the Chair, raise the request during the call for approval of the agenda at the opening of the Board meeting, and the matter shall be determined by the Board and in accordance with By-law No. 1 section 6.8.

5.7.8. Timelines for submitting a matter for consideration for a Board meeting

- 5.7.8.1. All items for consideration for a Board, or Board Committee, meeting agenda must be submitted at least 15 business days prior to the meeting following the procedures of this policy.
- 5.7.8.2. All supporting materials to the item for consideration must be submitted at least 10 business days prior to the meeting.
- 5.7.8.3. Meeting agenda and materials must be distributed to members of the Board, or Board Committee, at least 7 business days prior to the meeting.

5.8. ATTENDANCE

- 5.8.1. Governors are required to actively and effectively participate in meetings of the Board and its committees, following the attendance requirements in By-law No. 1 section 3.17.5, the Board Code of Conduct for Governors policy, and this policy and its related procedures.
- 5.8.2. Governors are expected to attend all meetings of the Board and Committees they serve on.
- 5.8.3. As per By-law No. 1 section 3.17.5, the Board may declare a Governor's membership vacant if they miss three consecutive regular Board meetings, or attend less than 70% of Board and Committee meetings combined during the annual Board cycle, unless they are on an approved leave.
- 5.8.4. The Board Secretary is responsible for monitoring attendance and coordinating with the Chair of the Governance Committee to address any issues, while ensuring compliance with the procedures of this policy.
- 5.8.5. Governors who anticipate or encounter difficulty meeting the minimum attendance expectations should proactively coordinate with the Board Secretary.
- 5.8.6. Governors may request a leave of absence from the Board, for a period no longer than six-months following the related procedures of this policy.

5.9. VOTING AT MEETINGS

- 5.9.1. All motions and resolutions at meetings of the Board will be voted in accordance with By-law No. 1 sections 6.12 through to 6.15 and section 9. Voting of the procedures of this policy.

- 5.9.2. Where voting is required to be done through electronic means, including electronic voting (e-vote) through the Board portal, voting will be done in accordance with By-law No. 1 section 6.16 and section 9. Voting of the procedures of this policy.

5.10. LOCATION, DATE, TIME & NOTICE OF MEETINGS

- 5.10.1. The location, date and times, notice of the meetings and establishment of quorum for all meetings of the Board will be determined as per By-law No. 1 sections 6.3 through to 6.5, 6.11 and the procedures of this policy.
- 5.10.2. Notice of meetings will define if a meeting will be held in-person or electronically.

5.11. MINUTES

- 5.11.1. Minutes of meetings of the Board will be prepared and kept in accordance with By-law No.1 section 6.22 and any relevant policies.

5.12. SPECIAL MEETINGS

- 5.12.1. Special meetings of the Board will be held in accordance with By-law No. 1 section 6.5.

5.13. ROLES AND RESPONSIBILITIES

- 5.13.1. The Board Secretary and the Chair of the Board are responsible for ensuring compliance with this policy and its procedures.
- 5.13.2. The Board Governance Committee is responsible for reviewing this policy.

6. REFERENCES

This policy and the related procedures are established in accordance with the below, as amended from time to time.

- 6.1. Procedures - Board Meeting

7. APPENDIXES

None

8. INTERPRETATION, COMPLIANCE & REVIEW

- 8.1. This policy was developed and adheres to Algoma University's Policy on Policy Development and its appendixes.
- 8.2. The policy owner and the Policy Office at the University have the authority to address questions related to the interpretation and application of this policy and to monitor adherence to the policy.
- 8.3. Compliance with this policy is expected by all and at all times. Non-compliance with this policy may result in disciplinary action, up to and including termination or other determined consequences. Any instance of non-compliance with this policy should be reported immediately to the Policy Owner or Policy Office who will follow established procedures to assess and determine actions required.
- 8.4. Amendments to the policy may occur in response to changing circumstances or legislation, with regular reviews conducted according to the determined frequency at a minimum.

- 8.5. Algoma University recognizes the value of using existing best practice, guidelines, and frameworks established by other Universities and acknowledges their role in informing our own policies.

PROCEDURES - BOARD MEETINGS

Related Policy:	Board Meetings Policy
Policy Owner:	List the Policy Owner
Procedure Owner (if different):	If different from the Policy Owner, list the procedure owner(s) here
Procedures Effective:	MMM-DD-YYYY Procedures come in effect
Last Review of Procedures:	MMM-DD-YYYY Procedures were last reviewed

1. Purpose

- 1.1. The purpose of these procedures is to ensure the consistent organization and administration of meetings of the Board of Governors.
- 1.2. These procedures apply to all meetings of the Board of Governors and where relevant the Committees of the Board. They also apply to all members of the Board of Governors and its committees, all individuals involved in the organization and administration of meetings of the Board and its committees, and anyone attending meetings of the Board and its committees, including individuals and invited guests.

2. Roles and Responsibilities

- 2.1. The Chair presides at meetings of the Board. In the event that the Chair is unable to attend a specific meeting, the Vice-Chair will act as Chair for that meeting. In the event that the Chair and Vice-Chair are absent the Board shall appoint someone to act as Chair of the meeting.

3. Procedure - Open Meetings

3.1. Notice & Materials

- 3.1.1. A schedule of the date, location and time of open Board meetings will be posted on the Board of Governors page of Algoma University's website. Changes in the schedule will also be posted on the same page. The schedule will also indicate if a meeting will be held electronically or in-person.
- 3.1.2. Governors will access notices, agenda and meeting materials through the Board record management portal.

3.2. Attendance by the Public

Content added from By-law No. 1 Version 1 approved Oct 1

Content from Existing BO5 Policy - Board Meeting Policy

Content from Existing BO7 Policy - E-Voting

Content from Existing BO10 Policy - Attendance

Content added to reflect current Board practice or align with best practices in higher education sector

Content added to align with ONCA or FIPPA requirements

- 3.2.1. As per section 5.2 of the Board Meeting policy, members of the public may be allowed to observe in-person open meetings and must follow the below conduct requirements:
 - 3.2.1.1. It is the expectation of the Board of Governors for open Board Meetings to be conducted in a manner that ensures a safe, comfortable and secure environment for all participants, while allowing for the business of the open meeting to progress without interference.
 - 3.2.1.2. **Individuals attending as observers do not have the right to speak, vote or participate in a meeting.**
 - 3.2.1.3. Members of the public wishing to observe open meetings held in-person should submit a request to attend the meeting, in writing via email to the Board Secretary at secretariat@algomau.ca, at least two calendar days in advance of the Board meeting. Once attendance has been confirmed the Board Secretary will be responsible for the following:
 - 3.2.1.3.1. Inform the individual wishing to attend of the attendance approval;
 - 3.2.1.3.2. Coordinate the review and signing of Open Board Meeting Conduct Requirements Agreement;
 - 3.2.1.3.3. Provide access instructions if required (i.e location of the meeting, a link etc.).
 - 3.2.1.4. **Upon arrival at the meeting, individuals may be required to sign-in** and the names provided through this process may be listed among the attendees included in the official minutes of the meeting.
 - 3.2.1.5. Individuals attending may be asked to identify themselves.
 - 3.2.1.6. Individuals attending as observers will exit the meeting immediately upon completion of the Open Board meeting or at the request of the Chair (see below).
- 3.2.2. Attendance in-person by the public, at in-person open meetings of the Board, is subject to limitations of space, applicable space regulations or laws (i.e. fire code, etc.) and relevant health and safety policies and procedures. Individuals will be admitted on a first come, first serve basis.

4. **Procedures - Closed Meeting**

- 4.1. Closed meetings are restricted to members of the Board of Governors and those invited by the Board of Governors to attend.
- 4.2. **Any Governor can suggest discussing a matter in a closed session by informing the Chair or Secretary of the Board in advance, who will determine its appropriateness in accordance with By-law No. 1.**
- 4.3. **Before going into a closed session, a motion to approve the confidential part of the agenda must be made. This motion cannot be debated in public. If there is any debate or changes to the agenda are required, these will happen in the closed session.**
- 4.4. **Discussions in the closed session should only cover the specific confidential matter.**

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- 4.5. In the event that during a public meeting, the Chair is of the opinion that further discussion in public may result in disclosure of confidential business, the Chair can move the discussion to a closed session in accordance with section 4.4-4.5 of these procedures. In the closed session, the discussion may resume in a manner decided upon by the Board.
- 4.6. If a decision(s) made by the Board during the closed session requires the Board or University staff to take action, then immediately following the conclusion of the closed session, **the Board will reconvene in open session to report the decision(s) made, providing information in a way that the confidentiality of the matter is not compromised.** Citing one or more matters outlined as confidential in By-law No.1 section 7.2 may be sufficient. For example,
 - 4.6.1. "The Board met on (date) at (time) in a closed session to discuss a confidential matter related to personnel."
 - 4.6.2. "The Board met on (date) at (time) in a closed session to discuss a confidential matter related to proprietary information of the University."

5. Procedures - In-Camera Meetings

- 5.1. In-camera sessions may be waived by consent of Governors if such a session is not required, or moved to another place on the agenda if this is required to address specific business under consideration.
- 5.2. To align with good governance practices, in-camera meetings cannot be held to:
 - 5.2.1. revisit the regular meeting agenda or issues already addressed in open or closed meetings;
 - 5.2.2. make new business decisions or reversing decisions already made.

6. Procedures - Interference with Meetings

- 6.1. **As per By-law No. 1 section 6.21 interference with the progress of an open meeting by observers is not permitted and those who do not follow conduct requirements will be informed.**
- 6.2. The Chair will oversee open meetings of the Board to ensure they are conducted effectively and maintain high quality, without interference from anyone.
- 6.3. Interference can take many forms. Some examples include, but are not limited to:
 - 6.3.1. Audio recording, videotaping or photographing without approval
 - 6.3.2. Speaking without approval;
 - 6.3.3. Introducing signs or props without approval;
 - 6.3.4. Participating in discussion or decision-making without permission;
 - 6.3.5. Interrupting speakers;
 - 6.3.6. Entering restricted areas;
 - 6.3.7. Organizing protests;
 - 6.3.8. Verbal or Physical confrontation;
 - 6.3.9. Overcrowding the venue, creating safety hazards.

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- 6.4. If individuals interfere with the progress of the meeting, the Chair will:
 - 6.4.1. First issue a warning to the individual(s) and inform them of the expectation to abide by the conduct requirements.
 - 6.4.2. If the disruptive behaviour continues:
 - 6.4.2.1. ask them to leave the meeting immediately if in-person
 - 6.4.2.2. ensure they are removed from the meeting, if virtual
- 6.5. The Board Secretary may support the Chair in ensuring individual(s) who are being disruptive are escorted out or removed from the meeting. University Security may also support if the meeting is in person and necessary.
- 6.6. If interference continues or the individual(s) refuse to leave the meeting, the Chair will:
 - 6.6.1. adjourn the meeting; and
 - 6.6.2. coordinate with the Board Secretary to determine an alternate location to carry out necessary business.
- 6.7. At the earliest time possible, the Chair will coordinate with the Board Secretary to:
 - 6.7.1. Document the incident, including the nature of the disruption, the warnings given and the actions taken. The Incident Report will be filed with the Board Secretary.
 - 6.7.2. Consider whether any additional actions are necessary. For example, the Chair may determine that the individual(s) not be admitted at future meetings.
 - 6.7.3. If appropriate, follow up with the individual(s) after the meeting to discuss their behaviour and any potential additional actions.
 - 6.7.4. Report to the Board as necessary.

7. Procedures - Electronic Meetings

- 7.1. The meeting schedule and notice will outline when meetings of the Board will be held electronically and will include directions for how such meetings will be accessed, such as a link.
- 7.2. For Open meetings and where applicable directions on how to attend electronic open meetings will be posted on the Board of Governors page of Algoma University's website.
- 7.3. Electronic meeting services used will support anonymous voting and display the identities of participants, identify speakers seeking recognition, display or allow access to the text of pending motions, and show the outcomes of votes.
- 7.4. The Chair, with support of the Board Secretary, will ensure clear communication by allowing only one speaker at a time, managing the speaking order, and using electronic hand-raising features when available.
- 7.5. The Board Secretary will ensure the broadcast or livestream quality of electronic Board meetings is monitored.
- 7.6. For closed and in-camera meeting discussions, participants must ensure they are in a private space where conversations cannot be overheard.
- 7.7. Only designated participants may stay in electronic in-camera meetings, and the Chair will ensure non-participants are not present before proceeding.
- 7.8. If a Board member loses connectivity during the meeting, they will attempt to rejoin as

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soon as possible.

- 7.9. If there are technical issues or quorum is lost due to technical issues, the electronic meeting may be paused or adjourned and will resume after issues have been resolved.
- 7.10. Voting in electronic meetings will be done in accordance with section 10. Procedures - Voting.

8. Procedures - Attendance

- 8.1. Membership on the Board of Governors may be vacated for failure to attend sufficient meetings, as specified in By-Law No.1 section 3.17.5 and section 5.8 of the Board Meeting Policy.
- 8.2. Attendance will include both in-person and electronic meetings as necessary.
- 8.3. Governors who anticipate or encounter difficulty meeting the minimum attendance expectations should proactively coordinate with the Chair of the Governance Committee.
- 8.4. If a Governor misses two consecutive Board and/or committee meetings, an early intervention notice will be sent by the Board Secretary to remind the Governor of the policy and potential implications of further absences.
- 8.5. The Chair of the Governance Committee will be responsible to meet with any Governor who does not meet the stated minimum expectations and recommend a resolution to support the Governor's attendance.
- 8.6. A Governor's attendance record will be considered in the re-appointment of Governors and selection of Committee Chairs.
- 8.7. Governors may request a leave of absence from the Board, for a period no longer than six-months following the below procedures:
 - 8.7.1. An official request must be submitted to the Chair of the Governance Committee, Chair of the Board, and President by way of the Board Secretary.
 - 8.7.2. Requests for leaves of absence from the Board will be considered on their merits.

9. Procedures - Voting

- 9.1. In accordance with By-law No. 1 sections 6.12-6.15 and section 5.9 of the Policy - Board Meetings all motions and resolutions at meetings of the Board:
 - 9.1.1. will be decided by a majority of Governors present and voting, except as established by Roberts Rules of Order; and
 - 9.1.2. may be by a show of hands, verbal consent, or assumed consent if no objections are raised. After adequate prior review, if all Board members consent in writing to a resolution, it will carry the same authority as if passed in a formal Board meeting.
- 9.2. In the event of a tie during any vote, whether by show of hands, verbal consent, or poll, the Chair may cast a second or deciding vote. If the Chair chooses not to break the tie, the motion will be defeated.

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9.3. Any Governor who dissents on an issue that could lead to personal liability due to statutory policies may request that their dissent be recorded in the Minutes at the time of the vote. Governors absent from a meeting may submit a written dissent to the Board Secretary within seven (7) days after receiving the draft Minutes. These notices will be kept on file but will not affect the vote's outcome or be recorded in the Minutes.

9.4. **Electronic Voting**

9.4.1. Where voting is required to be done through electronic means, including electronic voting (e-vote) through the Board portal, voting will be done in accordance with By-law No. 1 section 6.16 and section 5.9 of the Policy - Board Meetings.

9.4.2. E-voting will be used for routine matters that have been previously discussed and reviewed by committees or the Board. The following will be implemented:

9.4.3. Confirmation by the Secretary that E-voting is being used for routine matters that have been previously discussed and reviewed by Board committees;

9.4.4. The motion is forwarded to the appropriate Chair;

9.4.5. The Chair approves the motion and forwards the document to the Secretary to the Board (or designate);

9.4.6. The Secretary to the Board (or designate) utilizes the approvals feature of the board portal to establish and launch an e-vote for member consideration, advising of the deadline for the decision;

9.4.7. Committee members review the e-vote motion, then indicate whether they are for or against, or if they would like to abstain from the vote;

9.4.8. The Secretary to the Board (or designate) closes the e-vote as per the deadline, tallies the votes and finalizes the e-vote. The results are shared with the members of the voting body;

9.4.9. The e-vote motion whether carried or defeated is added to the next meeting minutes or added as an addendum to the previous meeting's minutes, as appropriate.

10. **Documentation and Forms**

10.1. A form will be developed for members of the public wishing to observe open meetings to submit their request to attend the meeting.

11. **Training and Communication**

11.1. The Board Secretary and Secretariat office will develop a communication and training plan to ensure that all those required are informed of the requirements of these procedures.

12. **References**

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12.1. Policy - Board Meetings

13. **Approval**

13.1. Approved by POSITION/TITLE, DEPARTMENT through Minutes/Email on
MMM-DD-YYYY

14. **Distribution**

14.1. To be distributed electronically via the Board portal and as necessary, Algoma
University's public and internal policy portals.

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PROCEDURES - BOARD MEETINGS

Related Policy:	Board Meetings Policy
Policy Owner:	List the Policy Owner
Procedure Owner (if different):	If different from the Policy Owner, list the procedure owner(s) here
Procedures Effective:	MMM-DD-YYYY Procedures come in effect
Last Review of Procedures:	MMM-DD-YYYY Procedures were last reviewed

1. Purpose

- 1.1. The purpose of these procedures is to ensure the consistent organization and administration of meetings of the Board of Governors.
- 1.2. These procedures apply to all meetings of the Board of Governors and where relevant the Committees of the Board. They also apply to all members of the Board of Governors and its committees, all individuals involved in the organization and administration of meetings of the Board and its committees, and anyone attending meetings of the Board and its committees, including individuals and invited guests.

2. Roles and Responsibilities

- 2.1. The Chair presides at meetings of the Board. In the event that the Chair is unable to attend a specific meeting, the Vice-Chair will act as Chair for that meeting. In the event that the Chair and Vice-Chair are absent the Board shall appoint someone to act as Chair of the meeting.

3. Procedure - Open Meetings

3.1. Notice & Materials

- 3.1.1. A schedule of the date, location and time of open Board meetings will be posted on the Board of Governors page of Algoma University's website. Changes in the schedule will also be posted on the same page. The schedule will also indicate if a meeting will be held electronically or in-person.
- 3.1.2. Governors will access notices, agenda and meeting materials through the Board record management portal.

3.2. Attendance by the Public

- 3.2.1. As per section 5.2 of the Board Meeting policy, members of the public may be allowed to observe in-person open meetings and must follow the below conduct requirements:
 - 3.2.1.1. It is the expectation of the Board of Governors for open Board Meetings to be conducted in a manner that ensures a safe, comfortable and secure environment for all participants, while allowing for the business of the open meeting to progress without interference.

- 3.2.1.2. Individuals attending as observers do not have the right to speak, vote or participate in a meeting.
- 3.2.1.3. Members of the public wishing to observe open meetings held in-person should submit a request to attend the meeting, in writing via email to the Board Secretary at secretariat@algonau.ca, at least two calendar days in advance of the Board meeting. Once attendance has been confirmed the Board Secretary will be responsible for the following:
 - 3.2.1.3.1. Inform the individual wishing to attend of the attendance approval;
 - 3.2.1.3.2. Coordinate the review and signing of Open Board Meeting Conduct Requirements Agreement;
 - 3.2.1.3.3. Provide access instructions if required (i.e location of the meeting, a link etc.).
- 3.2.1.4. Upon arrival at the meeting, individuals may be required to sign-in and the names provided through this process may be listed among the attendees included in the official minutes of the meeting.
- 3.2.1.5. Individuals attending may be asked to identify themselves.
- 3.2.1.6. Individuals attending as observers will exit the meeting immediately upon completion of the Open Board meeting or at the request of the Chair (see below).
- 3.2.2. Attendance in-person by the public, at in-person open meetings of the Board, is subject to limitations of space, applicable space regulations or laws (i.e. fire code, etc.) and relevant health and safety policies and procedures. Individuals will be admitted on a first come, first serve basis.

4. Procedures - Closed Meeting

- 4.1. Closed meetings are restricted to members of the Board of Governors and those invited by the Board of Governors to attend.
- 4.2. Any Governor can suggest discussing a matter in a closed session by informing the Chair or Secretary of the Board in advance, who will determine its appropriateness in accordance with By-law No. 1.
- 4.3. Before going into a closed session, a motion to approve the confidential part of the agenda must be made. This motion cannot be debated in public. If there is any debate or changes to the agenda are required, these will happen in the closed session.
- 4.4. Discussions in the closed session should only cover the specific confidential matter.
- 4.5. In the event that during a public meeting, the Chair is of the opinion that further discussion in public may result in disclosure of confidential business, the Chair can move the discussion to a closed session in accordance with section 4.4-4.5 of these procedures. In the closed session, the discussion may resume in a manner decided upon by the Board.
- 4.6. If a decision(s) made by the Board during the closed session requires the Board or University staff to take action, then immediately following the conclusion of the closed session, the Board will reconvene in open session to report the decision(s) made, providing information in a way that the confidentiality of the matter is not compromised. Citing one or more matters outlined as confidential in By-law No.1 section 7.2 may be sufficient. For example,
 - 4.6.1. "The Board met on (date) at (time) in a closed session to discuss a confidential matter related to personnel."

- 4.6.2. “The Board met on (date) at (time) in a closed session to discuss a confidential matter related to proprietary information of the University.”

5. **Procedures - In-Camera Meetings**

- 5.1. In-camera sessions may be waived by consent of Governors if such a session is not required, or moved to another place on the agenda if this is required to address specific business under consideration.
- 5.2. To align with good governance practices, in-camera meetings cannot be held to:
 - 5.2.1. revisit the regular meeting agenda or issues already addressed in open or closed meetings;
 - 5.2.2. make new business decisions or reversing decisions already made.

6. **Procedures - Interference with Meetings**

- 6.1. As per By-law No. 1 section 6.21 interference with the progress of an open meeting by observers is not permitted and those who do not follow conduct requirements will be informed.
- 6.2. The Chair will oversee open meetings of the Board to ensure they are conducted effectively and maintain high quality, without interference from anyone.
- 6.3. Interference can take many forms. Some examples include, but are not limited to:
 - 6.3.1. Audio recording, videotaping or photographing without approval
 - 6.3.2. Speaking without approval;
 - 6.3.3. Introducing signs or props without approval;
 - 6.3.4. Participating in discussion or decision-making without permission;
 - 6.3.5. Interrupting speakers;
 - 6.3.6. Entering restricted areas;
 - 6.3.7. Organizing protests;
 - 6.3.8. Verbal or Physical confrontation;
 - 6.3.9. Overcrowding the venue, creating safety hazards.
- 6.4. If individuals interfere with the progress of the meeting, the Chair will:
 - 6.4.1. First issue a warning to the individual(s) and inform them of the expectation to abide by the conduct requirements.
 - 6.4.2. If the disruptive behaviour continues:
 - 6.4.2.1. ask them to leave the meeting immediately if in-person
 - 6.4.2.2. ensure they are removed from the meeting, if virtual
- 6.5. The Board Secretary may support the Chair in ensuring individual(s) who are being disruptive are escorted out or removed from the meeting. University Security may also support if the meeting is in person and necessary.
- 6.6. If interference continues or the individual(s) refuse to leave the meeting, the Chair will:
 - 6.6.1. adjourn the meeting; and
 - 6.6.2. coordinate with the Board Secretary to determine an alternate location to carry out necessary business.
- 6.7. At the earliest time possible, the Chair will coordinate with the Board Secretary to:
 - 6.7.1. Document the incident, including the nature of the disruption, the warnings given and the actions taken. The Incident Report will be filed with the Board Secretary.
 - 6.7.2. Consider whether any additional actions are necessary. For example, the Chair may determine that the individual(s) not be admitted at future meetings.

- 6.7.3. If appropriate, follow up with the individual(s) after the meeting to discuss their behaviour and any potential additional actions.
- 6.7.4. Report to the Board as necessary.

7. Procedures - Electronic Meetings

- 7.1. The meeting schedule and notice will outline when meetings of the Board will be held electronically and will include directions for how such meetings will be accessed, such as a link.
- 7.2. For Open meetings and where applicable directions on how to attend electronic open meetings will be posted on the Board of Governors page of Algoma University's website.
- 7.3. Electronic meeting services used will support anonymous voting and display the identities of participants, identify speakers seeking recognition, display or allow access to the text of pending motions, and show the outcomes of votes.
- 7.4. The Chair, with support of the Board Secretary, will ensure clear communication by allowing only one speaker at a time, managing the speaking order, and using electronic hand-raising features when available.
- 7.5. The Board Secretary will ensure the broadcast or livestream quality of electronic Board meetings is monitored.
- 7.6. For closed and in-camera meeting discussions, participants must ensure they are in a private space where conversations cannot be overheard.
- 7.7. Only designated participants may stay in electronic in-camera meetings, and the Chair will ensure non-participants are not present before proceeding.
- 7.8. If a Board member loses connectivity during the meeting, they will attempt to rejoin as soon as possible.
- 7.9. If there are technical issues or quorum is lost due to technical issues, the electronic meeting may be paused or adjourned and will resume after issues have been resolved.
- 7.10. Voting in electronic meetings will be done in accordance with section 10. Procedures - Voting.

8. Procedures - Attendance

- 8.1. Membership on the Board of Governors may be vacated for failure to attend sufficient meetings, as specified in By-Law No.1 section 3.17.5 and section 5.8 of the Board Meeting Policy.
- 8.2. Attendance will include both in-person and electronic meetings as necessary.
- 8.3. Governors who anticipate or encounter difficulty meeting the minimum attendance expectations should proactively coordinate with the Chair of the Governance Committee.
- 8.4. If a Governor misses two consecutive Board and/or committee meetings, an early intervention notice will be sent by the Board Secretary to remind the Governor of the policy and potential implications of further absences.
- 8.5. The Chair of the Governance Committee will be responsible to meet with any Governor who does not meet the stated minimum expectations and recommend a resolution to support the Governor's attendance.
- 8.6. A Governor's attendance record will be considered in the re-appointment of Governors and selection of Committee Chairs.
- 8.7. Governors may request a leave of absence from the Board, for a period no longer than

six-months following the below procedures.

- 8.7.1. An official request must be submitted to the Chair of the Governance Committee, Chair of the Board, and President by way of the Board Secretary.
- 8.7.2. Requests for leaves of absence from the Board will be considered on their merits.

9. Procedures - Voting

- 9.1. In accordance with By-law No. 1 sections 6.12-6.15 and section 5.9 of the Policy - Board Meetings all motions and resolutions at meetings of the Board:
 - 9.1.1. will be decided by a majority of Governors present and voting, except as established by Roberts Rules of Order; and
 - 9.1.2. may be by a show of hands, verbal consent, or assumed consent if no objections are raised. After adequate prior review, if all Board members consent in writing to a resolution, it will carry the same authority as if passed in a formal Board meeting.
- 9.2. In the event of a tie during any vote, whether by show of hands, verbal consent, or poll, the Chair may cast a second or deciding vote. If the Chair chooses not to break the tie, the motion will be defeated.
- 9.3. Any Governor who dissents on an issue that could lead to personal liability due to statutory policies may request that their dissent be recorded in the Minutes at the time of the vote. Governors absent from a meeting may submit a written dissent to the Board Secretary within seven (7) days after receiving the draft Minutes. These notices will be kept on file but will not affect the vote's outcome or be recorded in the Minutes.
- 9.4. **Electronic Voting**
 - 9.4.1. Where voting is required to be done through electronic means, including electronic voting (e-vote) through the Board portal, voting will be done in accordance with By-law No. 1 section 6.16 and section 5.9 of the Policy - Board Meetings.
 - 9.4.2. E-voting will be used for routine matters that have been previously discussed and reviewed by committees or the Board. The following will be implemented:
 - 9.4.3. Confirmation by the Secretary that E-voting is being used for routine matters that have been previously discussed and reviewed by Board committees;
 - 9.4.4. The motion is forwarded to the appropriate Chair;
 - 9.4.5. The Chair approves the motion and forwards the document to the Secretary to the Board (or designate);
 - 9.4.6. The Secretary to the Board (or designate) utilizes the approvals feature of the board portal to establish and launch an e-vote for member consideration, advising of the deadline for the decision;
 - 9.4.7. Committee members review the e-vote motion, then indicate whether they are for or against, or if they would like to abstain from the vote;
 - 9.4.8. The Secretary to the Board (or designate) closes the e-vote as per the deadline, tallies the votes and finalizes the e-vote. The results are shared with the members of the voting body;
 - 9.4.9. The e-vote motion whether carried or defeated is added to the next meeting

minutes or added as an addendum to the previous meeting's minutes, as appropriate.

10. Documentation and Forms

- 1.1. A form will be developed for members of the public wishing to observe open meetings to submit their request to attend the meeting.

11. Training and Communication

- 11.1. The Board Secretary and Secretariat office will develop a communication and training plan to ensure that all those required are informed of the requirements of these procedures.

12. References

- 12.1. Policy - Board Meetings

13. Approval

- 13.1. Approved by POSITION/TITLE, DEPARTMENT through Minutes/Email on MMM-DD-YYYY

14. Distribution

- 14.1. To be distributed electronically via the Board portal and as necessary, Algoma University's public and internal policy portals.

FINANCE, INVESTMENTS & PROPERTY COMMITTEE TERMS OF REFERENCE

Duties and Responsibilities:

Budget Planning & Oversight:

- Review and recommend to the Board the annual operating, ancillary and capital budgets.
- Monitor the University' budget planning processes.
- Review and recommend to the Board the annual tuition and non-tuition fees in alignment with the provincial government's requirements.
- Review and recommend any plans developed by management to address variances between the budget and actual performance.

Financial Health and Debt Review:

- Review the University's internal loans and external debt to understand the ongoing debt capacity.
- Analyze key financial ratios to assess the overall financial health of the institution.
- Review the financial performance and internal statements of the University regularly and ensure they are presented to the Board on at least a quarterly basis.

Investment Oversight:

- Oversee the management and performance of the University's investment funds.
- Monitor the compliance of investment funds with the relevant statement of investment policies & procedures.

Capital Strategy and Planning:

- Review and recommend to the Board of Governors the capital plan and campus master plans at regularly established intervals.
- Consider the acquisition and disposition of land and property and make recommendations to the Board.
- Recommend approval of major construction projects with significant funding or risk implications.
- Review and provide recommendations to finance, investment or capital related university level policies.

Composition:

- Chair, Board of Governors
- President
- Three (3) to five (5) external members of the Board, at least one of which must hold a Chartered Professional Accountant designation.
- Non-teaching employee member of the Board
- Teaching Staff member of the Board

AUDIT, RISK & COMPLIANCE COMMITTEE TERMS OF REFERENCE

Duties and Responsibilities:

Audit Functions:

- Act as the liaison between the external auditor and the Board of Governors.
- Recommend the selection of the external auditor and the audit fees.
- Review the subjects for internal audit.
- Review the overall scope and results of the external audit.
- Oversee the establishment and maintenance of effective internal controls to ensure the accuracy, reliability, and integrity of the organization's financial reporting processes and financial information reported to interested parties.

Risk Oversight:

- Receive regular reports on operation, strategic and systemic risks for the University.
- Ensure Enterprise Risk Management processes are in place to identify, report and control areas of risk.
- Review significant risks or exposures in order to assess the adequacy of internal processes, mitigation strategies and measures.
- Monitor progress on the implementation of risk mitigation strategies.

Compliance:

- Review and ensure that the University is in compliance with all statutory and regulatory requirements
- Review mandatory annual and other such periodic reports to ensure compliance with all relevant statutory and regulatory provisions.
- Review and provide recommendations to any risk related university level policies and processes.

Composition:

- Chair, Board of Governors
- At least four (4) external members of the Board, at least one of which must hold a Chartered Professional Accountant designation.

Board of Governors Committees 2024-25

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Updated: October 1, 2024

Risk and Finance Committee

The Risk and Finance Committee shall have the following duties and responsibilities:

- To review and recommend to the Board general policies on financial matters.
- To monitor and examine the on-going financial performance of the University.
- To review, recommend and monitor the capital and operating budget to the Board.
- To monitor investment activities and to approve on behalf of the Board all investments excepting short-term deposits with a term not exceeding one year.
- To review and recommend to the Board proposals relating to tuition and other service fees.
- To review and recommend to the Board financing options for major capital projects.
- To review and oversee the University's risk management framework, including the identification, escalation, management, and monitoring of all financial risks across the corporation.
- To address such other matters as may be referred by the Board from time to time.
- To initiate, investigate and make recommendations to the Board on agenda matters.

COMPOSITION:

The composition of the committee shall include the Chair of the Board, the President, external members based on skills/experience, the Senate Member of the Board, and the Non-Teaching Employee Member of the Board. One senior financial staff representative shall be a non-voting member.

COMMITTEE CHAIR:

The committee chair shall be chosen from among the external members of the committee with the highest degree of related skills/experience.

Governance Committee

The Governance Committee shall have the following duties and responsibilities:

- To monitor membership of the Board of Governors and Committees of the Board.
- As vacancies occur, solicit from and recommend to the Board of Governors candidates to meet the functional needs of the Board, with consideration given to the diversity of the communities in which Algoma University serves.
- Review and recommend revisions to the Board Bylaws and policies as needed.
- Plan and recommend strategies, initiatives and events that promote a healthy Board culture and good governance (i.e. orientations, retreats, etc.)
- Monitor attendance of the members at Board and Committee meetings.
- Evaluate Board effectiveness.
- To initiate, investigate and make recommendations to the Board on agenda matters.

COMPOSITION:

The composition of the committee would include the Chair of the Board, the President, and external members of the Board based on skills/experience.

COMMITTEE CHAIR:

The committee chair shall be chosen from among the external members of the committee with the highest degree of related skills/experience.

Board-Senate Liaison Committee

The Board-Senate Liaison Committee shall have the following duties and responsibilities:

- To provide a channel of communication enabling members of the Senate and the Board to be informed of the current and anticipated activities of the other.
- To foster the coordination of activities of the Senate and the Board on issues in which their interests overlap or articulate.
- To provide a channel for formal or informal advice from the Board or the Senate to the other.

COMPOSITION:

Three Board members including the Chair of the Board of Governors and two external members of the Board who are not currently on Senate.

Three Senate members including the Speaker of Senate, and two other full time faculty members of Senate who are not currently on the Board of Governors.

COMMITTEE CHAIR:

Board Chair/Speaker of Senate or their designates shall chair meetings on an alternating basis.

Human Resources Committee

The Human Resources Committee shall have the following duties and responsibilities:

- To provide advice and support to the Chair and President.
- To recommend to the board the annual performance objectives for the President and to review progress as required.
- To develop and recommend to the board the terms and conditions of employment of the President.
- To request and receive human resources reports on a regular basis to keep the committee informed of key human resources and/or labour issues.
- To provide the President with advice, as appropriate, on specific personnel matters such as terms and conditions of employment, discipline, termination, or compensation for union-exempt employees.
- To ensure that policy is developed by management in specific areas of human resources management and compensation and to regularly review such policies and their implementation.
- To provide management with a general mandate prior to the commencement of negotiations of any collective bargaining agreement.
- To receive informal reports from management on the status of negotiations and provide advice, as appropriate, and to update the Board accordingly.
- To provide the Board with advice in relation to the ratification of any tentative agreement.
- To initiate, investigate and make recommendations to the Board on agenda matters.

COMPOSITION:

Chair, Vice-Chair, President, and the chairs of the Committees (all of which would be external members). One senior financial staff representative shall be a resource to the committee as necessary.

COMMITTEE CHAIR:

Vice-Chair of the Board

Ad-Hoc Board Executive Committee

The Ad-Hoc Board Executive Committee shall be called to meet as necessary to address urgent matters on behalf of the Board of Governors in exceptional circumstances.

COMPOSITION:

The composition of the Ad-Hoc Board Executive Committee shall include the Chair, Vice-Chair, Chairs of all Committees, the President, the Non-Teaching Employees Member, and the Teaching Staff Member.

COMMITTEE CHAIR:

The committee chair shall be the Chair of the Board.

Revised Board-Senate Liaison Committee

Open Agenda: 25 NOV 2024

PURPOSE:

PREPARED BY:

Approval Discussion Information

Paul Quesnele, University Secretary

Kelli-Ann Lemieux, Board Chair

1.0 ACTION

MOTION: That the Board of Governors, on recommendation of the Board-Senate Liaison Committee, approve the revised Terms of Reference for the Board-Senate Liaison Committee.

2.0 EXECUTIVE SUMMARY

The Board-Senate Liaison Committee reviewed the existing versions of the Terms of Reference, noting the slight differences between the Board and Senate versions. The Committee arrived at a common version to be brought forward to the Board and Senate bodies for approval.

3.0 ALIGNMENT WITH UNIVERSITY STRATEGY

This item is aligned with the following Strategic Direction(s) from the [2023-2026 Strategic Plan](#):

#4: Continue to Build Inclusive and Inspiring Teaching, Learning, and Working Environments ▾

This item is coming to the Board for approval as it is a Board committee and the Board must approve changes to the duties and responsibilities of any Board committees. This item will also be brought to the Senate for approval given the joint nature of such committee.

4.0 ANALYSIS

The changes to the Terms of Reference are minor and are based on the previous iterations versions.

The changes to the composition have been broadened to allow for Board members serving on Senate, and/or the Senate Member serving on the Board, to be able to serve on the Board-Senate Liaison Committee.

5.0 RISK IMPLICATIONS - N/A

6.0 FINANCIAL IMPLICATIONS - N/A

7.0 COMMUNICATIONS STRATEGY

Once approved, the Terms of Reference documents for the Board and Senate will be updated accordingly.

8.0 ATTACHMENTS

1. Revised Board-Senate Liaison Terms of Reference
2. Current Board-Senate Liaison Terms of Reference (Board and Senate versions)

Revised Board-Senate Liaison Terms of Reference

Board-Senate Liaison Committee

The Board-Senate Liaison Committee shall have the following duties and responsibilities:

- To provide a channel of communication enabling members of the Senate and the Board to be informed of the current and anticipated activities of the other.
- To foster the coordination of activities of the Senate and the Board on issues in which their interests overlap or articulate.
- To provide a channel for formal or informal advice from the Board or the Senate to the other.

Composition:

Three Board members including the Chair of the Board of Governors and two external members of the Board.

Three Senate members, including the Speaker of Senate and two Senators-at-large from the FT Teaching Staff of Senate.

Board Chair/Speaker of Senate or their designates shall chair meetings on an alternating basis.

NOTE: This version was recommended by the Board-Senate Liaison Committee on November 13, 2024.

Current Board-Senate Liaison Terms of Reference (Board and Senate versions)

The following chart includes the language from both the Board of Governors and Senate versions of the Board-Senate Liaison Committee terms of reference and composition outline.

<u>Board of Governors Version</u>	<u>Senate Version</u>
<p>Board-Senate Liaison Committee</p> <p>The Board-Senate Liaison Committee shall have the following duties and responsibilities:</p> <ul style="list-style-type: none"> - To provide a channel of communication enabling members of the Senate and the Board to be informed of the current and anticipated activities of the other. - To foster the coordination of activities of the Senate and the Board on issues in which their interests overlap or articulate. - To provide a channel for formal or informal advice from the Board or the Senate to the other. 	<p>Board - Senate Liaison Committee</p> <p>Terms of Reference:</p> <ul style="list-style-type: none"> A. To foster the coordination of activities of the Senate and Board on issues in which their interests overlap or articulate; and B. To provide a channel for formal or informal advice from Board/Senate to the other.
<p>COMPOSITION:</p> <p>Three Board members including the Chair of the Board of Governors and two external members of the Board who are not currently on Senate.</p> <p>Three Senate members including the Speaker of Senate, and two other full time faculty members of Senate who are not currently on the Board of Governors.</p> <p>COMMITTEE CHAIR:</p> <p>Board Chair/Speaker of Senate or their designates shall chair meetings on an alternating basis.</p>	<p>Composition:</p> <ul style="list-style-type: none"> ● Three Board members, including the Chair of the Board of Governors, and two other external members from the Board Executive ● Three Senate members, including the Speaker of Senate and two Senators-at-large from the FT Teaching Staff of Senate who are currently not representatives to the Board

Consolidated Financial Statements of

ALGOMA UNIVERSITY

And Independent Auditor's Report thereon

Year ended April 30, 2024

DRAFT

INDEPENDENT AUDITOR'S REPORT

To the Board of Governors of Algoma University

Opinion

We have audited the accompanying consolidated financial statements of Algoma University, which comprise:

- the consolidated statement of financial position as at April 30, 2024
- the consolidated statement of operations for the year then ended
- the consolidated statement of changes in net assets for the year then ended
- the consolidated statement of cash flows for the year then ended
- and the notes to the consolidated financial statements, including a summary of significant accounting policies

(Hereinafter referred to as the “financial statements”)

In our opinion, the accompanying financial statements present fairly, in all material respects, the consolidated financial position of Algoma University as at April 30, 2024, and its consolidated results of operations and its consolidated cash flows for the year then ended in accordance with Canadian accounting standards for not-for-profit organizations.

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the “**Auditor’s Responsibilities for the Audit of the Financial statements**” section of our report.

We are independent of Algoma University in accordance with the applicable independence standards, and we have fulfilled our other ethical responsibilities in accordance with these standards.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Canadian accounting standards for not-for-profit organizations, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing Algoma University's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate Algoma University or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing Algoma University's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.
- The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Algoma University's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on Algoma University's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause Algoma University to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
- Obtain sufficient audit evidence regarding the financial information of the entities or business activities within the Group of Algoma University to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

Chartered Professional Accountants, Licensed Public Accountants

Sault Ste. Marie, Canada
November 28, 2024

ALGOMA UNIVERSITY

Consolidated Statement of Financial Position
Year ended April 30, 2024, with comparative information for 2023

<i>(in thousands of Canadian dollars)</i>	Notes	2024	2023
Assets			
Current assets:			
Cash	2	\$ 227,175	\$ 227,985
Short-term investments	2	55,143	8,550
Accounts receivable fees	3	11,037	4,574
Accounts receivable other		8,118	5,783
Prepaid expenses and inventory		2,632	7,978
Total current assets		304,105	254,870
Non-current assets:			
Investments	2	7,856	7,229
Capital assets	4	70,275	64,192
Total non-current assets		78,131	71,421
Total assets		\$ 382,236	\$ 326,291
Liabilities and Net Assets			
Current liabilities:			
Accounts payable and accrued liabilities	13	\$ 36,661	\$ 10,693
Fees received in advance		114,942	184,447
Deferred government grants, program and campaign revenue		10,940	9,327
Current portion of long-term debt	6	329	323
Total current liabilities		162,872	204,790
Non-current liabilities:			
Long-term debt	6	3,915	4,243
Employee future benefits	7	2,009	2,691
Deferred contributions - capital assets	8	39,052	35,725
Total non-current liabilities		44,976	42,659
Total liabilities		207,848	247,449
Net assets:			
Employee future benefits	7	(2,009)	(2,691)
Investment in capital assets	9	26,979	23,901
Internally restricted	10	145,509	53,754
Endowments	11	3,909	3,878
Total net assets		174,388	78,842
Contingent liabilities	12		
Commitments	14		
Total liabilities and net assets		\$ 382,236	\$ 326,291

The accompanying notes are an integral part of these consolidated financial statements

On behalf of the Board of Governors

Kelli-Ann Lemieux, Chair

Robert Battisti, Vice-Chair

ALGOMA UNIVERSITY

Consolidated Statement of Operations

Year ended April 30, 2024, with comparative information for 2023

<i>(in thousands of Canadian dollars)</i>	2024	2023
Revenue:		
Student tuition	\$ 258,624	\$ 106,971
Government grants for general operations	9,525	15,940
Sales and services	8,559	5,590
Research revenue	1,293	1,325
Donation and investment income	687	493
Other government grants	644	1,313
Interest income	13,196	6,215
Miscellaneous income	9,313	2,888
Amortization of deferred capital contributions	2,108	2,091
	<u>303,949</u>	<u>142,826</u>
Expenses:		
Salaries and benefits	60,235	39,785
Program delivery	43,634	9,113
Operating and research	26,505	17,086
Scholarships and bursaries	24,851	10,608
Amortization	5,044	4,179
Advertising and communication	40,071	14,700
Occupancy	9,308	4,298
Interest on long-term debt	74	79
	<u>209,722</u>	<u>99,848</u>
Excess of revenue over expenses from operations	94,227	42,978
Unrealized investment gain	370	38
Excess of revenue over expenses	<u>\$ 94,597</u>	<u>\$ 43,016</u>

The accompanying notes are an integral part of these consolidated financial statements

ALGOMA UNIVERSITY

Consolidated Statement of Changes in Net Assets

Year ended April 30, 2024, with comparative information for 2023

<i>(in thousands of Canadian dollars)</i>	Unrestricted	Employee Future Benefits	Invested in Capital Assets	Internally Restricted	Endowments	2024	2023
Balance, beginning of year	\$ -	\$ (2,691)	\$ 23,901	\$ 53,754	\$ 3,878	\$ 78,842	\$ 37,128
Excess of revenues over expenses	97,218	-	(2,936)	-	315	94,597	43,016
Net change in investment in capital assets	(6,014)	-	6,014	-	-	-	-
Post employment benefit remeasurement	-	872	-	-	-	872	(1,437)
Net current service change in employee future benefits	190	(190)	-	-	-	-	-
Endowment fund contributions and other adjustments	-	-	-	361	(284)	77	135
Internal restrictions							
Transfer to internal restrictions	(91,394)	-	-	91,394	-	-	-
Balance, end of year	\$ -	\$ (2,009)	\$ 26,979	\$ 145,509	\$ 3,909	\$ 174,388	\$ 78,842

The accompanying notes are an integral part of these consolidated financial statements

ALGOMA UNIVERSITY

Consolidated Statement of Cash Flows

Year ended April 30, 2024, with comparative information for 2023

<i>(in thousands of Canadian dollars)</i>	2024	2023
Cash flows from operating activities;		
Excess of revenue over expenses	\$ 94,597	\$ 43,016
Items not involving cash;		
Amortization of deferred contributions	(2,108)	(2,091)
Amortization of tangible capital assets	5,044	4,179
Net current service change in employee future benefits	190	(84)
Unrealized investment gain (loss)	(370)	(38)
	97,353	44,982
Changes in non-cash working capital balances;		
Accounts receivable - fees	(6,463)	(1,636)
Accounts receivable - other	(2,335)	(1,709)
Prepaid expenses and inventory	5,346	(7,186)
Accounts payable and accrued liabilities	25,968	4,867
Fees received in advance	(69,505)	107,985
Deferred government grants program and campaign revenue	1,613	(11,674)
	51,977	135,629
Cash flow from investing activities		
Purchase of tangible capital assets	(11,127)	(9,999)
Reinvested investment income	(257)	(265)
Net proceeds in endowment net assets	77	135
Sale (purchase) of investments and accrued interest	(46,593)	7,557
	(57,900)	(2,572)
Cash flow from financing activities		
Repayment of long term debt	(322)	(318)
Deferred capital contributions received	5,435	2,517
	5,113	2,199
Increase (decrease) in cash	(810)	135,256
Cash, beginning of year	227,985	92,729
Cash, end of year	\$ 227,175	\$ 227,985

The accompanying notes are an integral part of these consolidated financial statements

ALGOMA UNIVERSITY

Notes to Consolidated Financial Statements (continued)
(in thousands of Canadian dollars)

For the year ended April 30, 2024

Nature of operations

Algoma University (the “University”) is a provincially funded university offering educational programs and upgrading to the accessing communities. The University is a registered charity and under the provisions of Section 149 of the Income Tax Act (Canada) is exempt from income taxes.

1. Summary of significant accounting policies

(a) Basis of accounting:

The consolidated financial statements have been prepared in accordance with Canadian accounting standards for not-for-profit organizations in Part III of the CPA Canada Handbook.

(b) Basis of consolidation:

These consolidated financial statements reflect the assets, liabilities and the results of the Northern Ontario Research, Development, Ideas and Knowledge Institute (Nordik Research Institute) as it is a controlled entity.

(c) Prepaid expenses

Prepaid expenses are expenses paid in advance for services to be rendered in future periods.

(d) Inventory:

Inventory is valued at the lower of cost or net realizable value, with cost being determined on a first-in, first-out basis.

(e) Investments

Investments are recorded at fair value.

(f) Revenue recognition:

The University follows the deferral method of accounting for contributions. Restricted contributions are recognized as revenue in the year in which the related expenses are incurred. Unrestricted contributions are recognized as revenue when received or receivable if the amount to be received can be reasonably estimated and collection is reasonably assured.

Endowment contributions are allocated directly to net assets in the year received. Income generated from endowment funds are recognized in the statement of operations.

Tuition fees for courses which are offered substantially after the fiscal year end are deferred.

Sales and services revenue is recognized at point of sale or when services have been provided.

ALGOMA UNIVERSITY

Notes to Consolidated Financial Statements (continued)
(in thousands of Canadian dollars)

For the year ended April 30, 2024

1. Summary of significant accounting policies (continued):

(g) Endowment funds:

Net assets restricted for endowment purposes are subject to externally imposed restrictions stipulating that the endowment principal must be maintained permanently. Net investment income earned is available for distribution according to the terms of the endowment.

The University ensures, as part of its fiduciary responsibilities, that all funds with a restricted purpose are expended for the purpose for which they were provided.

(g) Internally restricted net assets:

The University internally restricts the use of portions of its unrestricted net assets for specific future use. Transfers to internally restricted net assets only occur once authorized by the Board of Governors. When expenses are incurred, expenses are charged to the Consolidated Statement of Operations and the balance of internally restricted net assets is reduced accordingly.

(g) Student unions:

These financial statements do not reflect the assets, liabilities and results of operations of the student unions as they are not controlled by the University.

(h) Use of estimates:

The preparation of consolidated financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the consolidated financial statements, and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from management's best estimates as additional information becomes available in the future. Specifically, estimates related to rate of return on assets used in valuing the future pension benefit obligation are affected by the uncertainty of predictions concerning future events. Should the underlying assumptions change, the estimated pension benefit obligation disclosed in notes to the consolidated financial statements may change by a material amount. Other items subject to such estimates and assumptions include the carrying amount of capital assets; valuation allowances for accounts receivable; and accrued liabilities. These estimates are reviewed periodically, and, as adjustments become necessary, they are recognized in the financial statements in the year in which they become known.

ALGOMA UNIVERSITY

Notes to Consolidated Financial Statements
(in thousands of Canadian dollars)

For the year ended April 30, 2024

1. Summary of significant accounting policies (continued):

(i) Tangible capital assets:

Tangible capital assets are recorded at cost. Amortization, based on the estimated useful life of the asset, is provided by the straight-line basis over the following periods:

Asset	Useful Life
Land	No amortization
Buildings	20-40 years
Furniture and equipment	5 years
Library books	5 years
Parking lot	15 years
Computer software system	15-10 years
Leasehold improvements	Per the term of the lease

Construction in progress is capitalized as work is completed. Upon completion of the projects, capitalized construction in progress costs are transferred to the various categories of tangible capital assets and will be amortized on a basis consistent with similar assets. Contributed rare books and other collections are recorded as revenue and expensed at fair market value at the date of contribution.

The carrying amount of capital assets is tested for recoverability whenever events or changes in circumstances indicate that the carrying amount would not be recoverable. An impairment loss is recognized in the consolidated statement of operations when the asset's carrying amount exceeds its fair value.

(j) Employee future benefits:

The University maintains a defined benefit plan covering the faculty and management staff employed by the University up to 2006. Contributions to the pension plan are made in accordance with the Pension Commission of Ontario actuarial requirements. The University accounts for its employee benefit plans using the immediate recognition approach. The University recognizes the amount of the accrued benefit obligations, net of the fair value of plan assets at year end, adjusted for any valuation allowances. Current service and finance costs are expensed during the year. Remeasurements and other items related to actuarial gains and losses and differences between actual and expected returns on plan assets and past service costs are recognized as direct increase or decrease in net asset. The accrued benefit obligations for employee benefit plans are determined based on actuarial valuation reports prepared for funding purposes. These reports are required to be prepared at least on a triennial basis. In years where actuarial valuations are not prepared, the University uses a roll-forward technique to estimate the accrued liability using assumptions from the most recent actuarial valuation reports. Subsequent to 2006, faculty, management and staff are eligible to participate in a defined contribution group retirement savings plan.

ALGOMA UNIVERSITY

Notes to Consolidated Financial Statements
(in thousands of Canadian dollars)

For the year ended April 30, 2024

1. Summary of significant accounting policies (continued):

(k) Financial instruments:

Financial instruments are recorded at fair value when acquired or issued. In subsequent periods, equities traded in an active market are reported at fair value with any unrealized gains and losses reported in operations. In addition, all balanced funds are classified in the fair value category, with gains and losses reported in operations. All other financial instruments are reported at cost or amortized cost less impairment, if applicable. Financial assets are tested for impairment when changes in circumstances indicate the asset could be impaired. Transaction costs on the acquisition, sale or issue of financial instruments are expensed for those items remeasured at fair value at each consolidated statement of financial position date and charged to the financial instrument for those measured at amortized cost. Freestanding derivative instruments that are not in a qualifying hedging relationship that are quoted in an active market are subsequently measured at fair value.

Financial assets are assessed for impairment on an annual basis at the end of the fiscal year if there are indicators of impairment. If there is an indicator of impairment, the University determines if there is significant adverse change in the expected amount or timing of future cash flows from the financial asset. If there is a significant adverse change in the expected cash flows, the carrying value of the financial asset is reduced to the highest of the present value of the expected cash flows, the amounts that could be realized from selling the financial asset or the amount the University expects to realize by exercising its right to any collateral. If events and circumstances reverse in a future period, an impairment loss will be reversed to the extent of the improvement, not exceeding the initial carrying value.

2. Cash and investments:

The University's cash and investments include amounts restricted for specific purposes that are not available to be spent at the University's discretion. Cash and investments consist of operating accounts, guaranteed investment certificates (GICs) maturing November 2024, and pooled investment funds. The cost balance of the pooled investment fund at April 30, 2024 was \$7,797 (2023 - \$7,540).

Interest income earned on cash and guaranteed investment certificates for the year ended April 30, 2024 was \$13,121 (2023 - \$6,175) and is included in interest and miscellaneous income on the statement of operations.

3. Accounts receivable fees:

	2024	2023
Student accounts receivable	\$ 12,581	\$ 5,434
Allowance for doubtful accounts	(1,544)	(860)
	\$ 11,037	\$ 4,574

ALGOMA UNIVERSITY

Notes to Consolidated Financial Statements
(in thousands of Canadian dollars)

For the year ended April 30, 2024

4. Tangible capital assets:

2024	Cost	Accumulated Amortization	Net Book Value
Land	\$ 371	\$ –	\$ 371
Buildings	74,204	29,194	45,010
Leasehold improvements	12,712	3,314	9,398
Furniture and equipment	11,372	9,598	1,774
Computer software system	8,907	2,967	5,940
Parking lot	2,129	2,099	30
Library books	645	645	–
Construction-in-progress	7,752	–	7,752
	\$ 118,092	\$ 47,817	\$ 70,275

2023	Cost	Accumulated Amortization	Net Book Value
Land	\$ 371	\$ –	\$ 371
Buildings	68,609	26,956	41,653
Leasehold improvements	9,074	2,044	7,030
Furniture and equipment	10,116	9,012	1,104
Computer software system	8,374	2,125	6,249
Parking lot	2,129	1,991	138
Library books	645	645	–
Construction-in-progress	7,647	–	7,647
	\$ 106,965	\$ 42,773	\$ 64,192

5. Line of credit:

The University has an operating line of credit due on demand in the amount of \$2,000 (2023 - \$2,000). The facility bears interest at the bank's prime lending rate minus 0.5% with advances made in multiples of \$25. As at April 30, 2024, \$2,000 (2023 - \$2,000) was available to the University.

ALGOMA UNIVERSITY

Notes to Consolidated Financial Statements
(in thousands of Canadian dollars)

For the year ended April 30, 2024

6. Long-term debt:

	2024	2023
TD bank George Leach Centre loan, repayable \$12,089 monthly including interest at 1.40%, secured by a general security agreement, maturing November 2025	\$ 1,551	\$ 1,673
TD bank Bioscience and Technology Convergence Centre loan, repayable \$20,964 monthly including interest at 1.82%, secured by a general security agreement, maturing March 2026	2,693	2,893
	4,244	4,566
Less: current portion	(329)	(323)
	\$ 3,915	\$ 4,243

Interest on long-term debt during the year amounted to \$74 (2023 - \$79). Principal payments required on long-term debt for the next five years and thereafter, assuming refinancing under similar terms are as follows:

Year	Amount
2025	\$ 329
2026	330
2027	331
2028	339
2029	346
Thereafter	2,569

ALGOMA UNIVERSITY

Notes to Consolidated Financial Statements
(in thousands of Canadian dollars)

For the year ended April 30, 2024

7. Employee future benefits:

Defined benefit pension plan

The University maintains a defined benefit plan covering faculty hired prior to 2006. Actuarial reports, which were based on projections of employee's compensation levels to the time of retirement, indicate the net assets available to provide for benefits, and the present value of accrued pension benefits at April 30, are as follows:

	2024	2023
Fair value of plan assets	\$ 30,890	\$ 30,128
Accrued benefit obligation	(32,899)	(32,819)
Accrued benefit liability	\$ (2,009)	\$ (2,691)

The most recent actuarial valuation for post-employment benefits was performed as at July 1, 2021. The next valuation is set for July 1, 2024 period.

The pension expense amounts totaled \$752 (2023 - \$418) and is included in salaries and benefits on the consolidated statement of operations. Employer contributions paid and payable during the year were \$562 (2023 - \$502).

The discount rate used is 4.40% (2023 - 4.40%), the estimated rate of salary increases used is 2.50% (2023 - 2.50%) and the estimated rate of return on assets used is 4.40% (2023 - 4.40%).

Group retirement savings plan

Employees hired subsequent to 2006 are eligible to participate in a defined contribution group retirement savings plan. Employer contributions totaled \$1,606 for 2024 (2023 - \$1,150) and were fully expensed and are included in salaries and benefits on the consolidated statement of operations.

ALGOMA UNIVERSITY

Notes to Consolidated Financial Statements
(in thousands of Canadian dollars)

For the year ended April 30, 2024

8. Deferred contributions related to tangible capital assets:

Deferred contributions related to tangible capital assets relate to grants received for purchase or construction of tangible capital assets and are amortized over the life of the tangible capital assets. The changes in deferred contributions are as follows:

	2024	2023
Balance, beginning of year	\$ 35,725	\$ 35,299
Contributions	5,435	2,517
Amounts recorded as revenue during the year	(2,108)	(2,091)
Balance, end of year	\$ 39,052	\$ 35,725

9. Investment in capital assets:

	2024	2023
Capital assets	\$ 70,275	\$ 64,192
Long-term debt	(4,244)	(4,566)
Deferred capital contributions	(39,052)	(35,725)
	\$ 26,979	\$ 23,901

10. Net assets internally restricted:

The following balances represent net assets set aside by the Board of Governors for the specific purpose of:

	2024	2023
Operating	\$ 456	\$ 11,483
Academic strategic initiatives fund	10,369	5,140
Calls to action (reconciliation)	4,000	2,000
Future research initiatives	5,000	2,000
Future capital projects	123,049	31,041
Tuition set aside	500	229
Advancement	1,647	1,211
Nordik Institute	182	344
Anishinaabe Peoples' Council operating	133	133
Anishinaabe Peoples' Council capital	173	173
	\$ 145,509	\$ 53,754

ALGOMA UNIVERSITY

Notes to Consolidated Financial Statements
(in thousands of Canadian dollars)

For the year ended April 30, 2024

11. Endowments:

Endowments consist of externally restricted donations received by the University. The endowment principal is required to be maintained intact. The investment income generated from endowments must be used in accordance with the various purposes established by donors. The University ensures, as part of its fiduciary responsibilities, that all funds received with a restricted purpose are expended for the purpose for which they were provided. The market value of the investment portfolio for endowed funds included in the total investments disclosed in Note 2 is equal to \$3,909 (2023 - \$3,878).

Ontario Student Opportunity Trust Fund and Ontario Trust for Student Support:

The Government of Ontario established the Ontario Student Opportunity Trust Fund ("OSOTF") and the Ontario Trust of Student Support ("OTSS") programs to encourage individuals and companies to contribute funds to support post-secondary students. The University established three funds – OSOTF - Phase 1 in fiscal 1997; OSOTF - Phase 2 in fiscal 2004; and OTSS in fiscal 2005. Eligible donations were equally matched by the Province. Investment income earned on these funds is used to finance awards to qualified students in need of financial aid.

OSOTF – Phase 1	2024	2023
Endowment Balance	\$ 444	\$ 444
Expendable balance, beginning of year	\$ 173	\$ 166
Investment income	52	26
Bursaries awarded (2024 - 25 bursaries; 2023 - 22 bursaries)	(23)	(19)
Expendable balance, end of year	\$ 202	\$ 173
OSOTF – Phase 2	2024	2023
Endowment Balance	\$ 492	\$ 492
Expendable balance, beginning of year	\$ 187	\$ 181
Investment income	57	27
Bursaries awarded (2024 - 27 bursaries; 2023 - 23 bursaries)	(21)	(21)
Expendable balance, end of year	\$ 223	\$ 187
OTSS	2024	2023
Endowment Balance	\$ 1,737	\$ 1,737
Expendable balance, beginning of year	\$ 627	\$ 582
Investment income	203	103
Bursaries awarded (2024 - 97 bursaries; 2023 - 80 bursaries)	(65)	(58)
Expendable balance, end of year	\$ 765	\$ 627

ALGOMA UNIVERSITY

Notes to Consolidated Financial Statements
(in thousands of Canadian dollars)

For the year ended April 30, 2024

12. Contingent liabilities:

The University is a member of the Canadian Universities Reciprocal Insurance Exchange ("CURIE"). CURIE insures general liability, university property and errors and omissions. Annual premiums paid by the university are determined by the CURIE Board, on the advice of the actuary. There is a provision under the agreement for assessments to all member universities if these premiums are not sufficient to cover losses. As of December 31, 2023, the date of the latest financial statements available, CURIE had a surplus of \$10,899 (2022- \$97,400). Additional insurance for automobiles, artwork, miscellaneous property, cyber attacks and major construction projects is purchased through commercial insurers to provide coverage for losses not insured by CURIE.

The University is involved with pending litigation and claims which arise in the normal course of operations. In the opinion of the administration, a liability that may arise from such contingencies would not have a significant adverse effect on the financial statements of the University.

13. Accounts payable and accrued liabilities:

Included in accounts payable and accrued liabilities are the following government remittances of \$18 (2023 - \$18) which include amounts payable for payroll related liabilities.

14. Commitments:

The following are the future minimum annual lease payments for campus buildings, vehicles and capital commitments for online learning platform due over the next five years:

Year	Amount
2025	\$ 5,775
2026	6,759
2027	6,767
2028	6,430
2029	4,495
Total	\$ 30,226

The University has signed a 35 year lease for a residence building to be built in Brampton Ontario. The lease will commence upon delivery of the property which is expected to be on or before September 1, 2029. Annual gross rent is estimated to be between \$7,160 and \$8,752 and will depend on the final design of the residence building. Gross rent will be adjusted to the fair market gross rent upon the expiry of the first five years of the lease term and each successive five year period thereafter.

ALGOMA UNIVERSITY

Notes to Consolidated Financial Statements
(in thousands of Canadian dollars)

For the year ended April 30, 2024

15. Financial risks:

The University's management monitors, evaluates and manages the principal risks assumed with financial instruments on a daily basis. The risks that arise from transacting financial instruments include liquidity risk, credit and concentration of credit risk.

(a) Liquidity risk

Liquidity risk arises from the University's management of accounts payable, long-term debt and other current liabilities. It is the risk that the University will encounter difficulty in meeting its financial obligations as they fall due. The University's policy to minimize this risk is to ensure a restricted operating reserve is maintained and an adequate line of credit exists for the University. The University manages its liquidity risk by monitoring its operating requirements. The University prepares a budget and cash forecasts to ensure it has sufficient funds to fulfill its obligations.

There have been no significant changes to the liquidity risk exposure from 2023.

(b) Credit and concentration of credit risk:

Credit risk is the risk of financial loss to the University if a member or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the University's accounts receivable and investments. The University mitigates its potential credit risk from accounts receivable through credit evaluation, approval and monitoring processes. Furthermore, it evaluates the collectability of accounts receivable and records an allowance for doubtful accounts, which reduces the receivables to the amount the University reasonably believes will be collected. Credit risk with respect to investments is managed through the University's investment policies.

There have been no significant changes to the credit risk exposure from 2023.

(c) Interest rate risk:

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The University is exposed to this risk on its fixed interest rate long term debt.

The University has exposure to this risk on renewal of its credit facilities with fixed interest rates.

There have been no significant changes to the interest rate risk exposure from 2023.

(d) Market volatility risk:

Market volatility risk arises from the University's investment portfolio, which contains various pooled funds. It is the risk that the fair value or future cash flows from a financial instrument will fluctuate because of general economic and other market factors affecting equity prices.

The University manages this risk through investment policies.

There have been no significant changes to the market volatility risk exposure from 2023.

ALGOMA UNIVERSITY

Notes to Consolidated Financial Statements
(in thousands of Canadian dollars)

For the year ended April 30, 2024

16. Related party transactions:

The University has economic interest in its student unions as it collects student fees on their behalf. Transactions with these related parties, unless disclosed otherwise, are considered to be in the normal course of operations and are recorded at their exchange amounts, which is the amount of consideration established and agreed to between the University and the related parties. On April 30, 2024, the University held \$4,000 (2023 - \$1,637) in student fees related to the student unions' operations and \$4,946 (2023 - \$2,494) in student fees related to capital investment as directed by the student unions.

17. Government of Canada Announcement:

In January 2024, the Government of Canada (the "Government") announced an intake cap on international student permit applications for a period of two years, resulting in a reduction of approved study permits from 2023. In September the Government announced a further reduction and further restrictions on the intake of international students.

In addition, as a result of these policy changes, students in certain programs in Ontario will no longer be eligible for post-graduate work permits, which has an impact on future enrolment at the University.

A significant portion of the University's tuition revenues is derived from international students and the University has assessed the impact of these announcements on its ability to earn revenue from international students and its approved capital and operating budget for the year ending April 30, 2025.

18. Comparative Information:

Certain comparative information has been reclassified from those previously presented to conform to the presentation of the 2024 financial statements.

Algoma University - Pension Plan
Statement of Net Assets Available for Benefits
As at June 30, 2024 and June 30, 2023

	Notes	June 30, 2024	June 30, 2023
Assets			
Contribution receivable			
Employee		\$ 8,853	\$ 15,941
Employer		18,857	58,622
		27,710	74,563
Managed investments	2	31,763,009	29,797,352
		31,790,719	29,871,915
Liabilities			
Accrued administrative expenses	3	469,230	170,146
Net assets available for benefits		\$31,321,489	\$29,701,769

On behalf of the Pension Plan

Asima Vezina, President and Vice-Chancellor

Kelli-Ann Lemieux, Chair

Algoma University - Pension Plan
Statement of Changes in Net Assets Available for Benefits
For the period ended June 30, 2024 and June 30, 2023

	Notes	June 30, 2024	June 30, 2023
Increase in net assets:			
Income			
Investment income	4	\$ 1,206,846	\$ 953,721
Net realized gain on sale of investments		536,541	418,645
Net unrealized gains (losses)		1,189,088	1,267,134
		2,932,475	2,639,500
Contributions			
Employer - current service		228,546	204,023
Employer - contribution towards unfunded actuarial liability		296,000	296,000
		524,546	500,023
Employee - current service		107,299	95,786
		631,845	595,809
Total increase in assets		3,564,320	3,235,309
Decrease in net assets:			
Administrative expenses:			
Investment management		118,051	110,516
Actuarial		162,806	211,020
Custodial fees		56,165	43,181
Ministerial fees and other		5,732	5,601
Audit		10,110	9,073
		352,864	379,391
Pension benefits		1,591,735	1,457,579
Total decrease in assets		1,944,599	1,836,970
Net (decrease) increase in net assets		1,619,721	1,398,339
Net assets available for benefits, beginning of year		29,701,768	28,303,429
Net assets available for benefits, end of year		\$31,321,489	\$29,701,768

On behalf of the Pension Plan

Asima Vezina, President and Vice-Chancellor

Kelli-Ann Lemieux, Chair

Algoma University - Pension Plan

Notes to Financial Statements

For the years ended June 30, 2024 and 2023

The Algoma University Pension Plan ("the Plan") is a defined benefit pension plan and provides benefits based on length of service and best average earnings. The Plan is registered in Ontario under the Pension Benefits Act registration number 0575209. Effective July 1, 2006, the Plan was closed to new members.

1. Summary of significant accounting policies

Basis of presentation

The financial statements have been prepared in accordance with the significant accounting policies set out below to comply with the financial reporting provisions of Section 76 of Regulation 909 to the Pension Benefits Act, 1990 (Ontario) as required by the Financial Services Regulatory Authority of Ontario. These regulations require pension plans to adhere to the provisions of Section 4600 - Pension Plans in Part IV - Accounting Standards for Pension Plans of the Chartered Professional Accountants (CPA) Canada Handbook, although they permit the exclusion of the actuarial liabilities of the Plan. Consequently, these financial statements do not purport to show the adequacy of the Plan's assets to meet its pension obligations. As the financial statements do not include the pension obligations, these financial statements are pension fund financial statements. For accounting policies that do not adhere to the Plan's investment portfolio, the Plan has elected to apply Canadian accounting standards for private enterprises.

Contributions and funding policy

Contributions are recognized on the accrual basis of accounting.

Members are required to contribute 8% of their compensation to the Plan subject to the maximum contribution limits permitted under the Income Tax Act. Algoma University, as plan sponsor, is required to contribute the funding necessary to ensure that benefits will be fully provided. The determination of the value of these benefits is made on the basis of a periodic actuarial valuation prepared at least once every three years.

Members can also make additional voluntary contributions to the Plan. Voluntary contributions are not matched, in whole or in part, by the University.

Pension benefits

Pension benefits are shown as expenditures in the year of payment.

Algoma University - Pension Plan

Notes to Financial Statements

For the years ended June 30, 2024 and 2023

1. Summary of significant accounting policies (continued)

Investments

Investments are stated at fair value. In determining fair values, adjustments have not been made for transaction costs as they are not considered to be significant. The change in the difference between the fair value and cost of investments at the beginning and end of each year is reflected in the statement of changes in net assets available for benefits as net unrealized gains.

Pooled fund investments are valued at the unit values supplied by the pooled fund administrator, which represent the Plan's proportionate share of underlying net assets at fair values determined using closing market prices.

Net realized gain on sale of investments

The net realized gain on sale of investments is the difference between proceeds received and the average cost of investments sold.

Investment income

Investment income which is recorded on the accrual basis, includes interest income and dividends.

Foreign currency translation

The fair values of foreign currency denominated investments included in the statement of net assets available for benefits are translated into Canadian dollars at year-end rates of exchange. Gains and losses arising from translations are included in net unrealized gains (losses). Foreign currency denominated transactions as well as cost amounts included in Note 2 to the financial statements, are translated into Canadian dollars at the rates of exchange on the dates of the related transactions.

Actuarial valuation

For the purpose of review of the defined benefit, actuarial valuations are made every three years. The date of the last actuarial on July 1, 2021 was prepared by Willis Towers Watson. This valuation showed a going concern surplus of \$2,999,000 and a solvency surplus of \$1,244,000. The next actuarial valuation is being completed as at July 1, 2024 and will be available by June 30, 2025.

Algoma University - Pension Plan

Notes to Financial Statements

For the years ended June 30, 2024 and 2023

1. Summary of significant accounting policies (continued)

Income tax status

The Plan is a Registered Pension Trust as defined by the Income Tax Act (Canada) and, as such, is not subject to income taxes.

Use of estimates

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements, and the reported amounts of increases and decreases in assets during the reported period. Actual results could differ from management's best estimate as additional information becomes available.

2. Managed investments

	2024		2023	
	Market	Cost	Market	Cost
PH&N Cdn Bond Fund	\$14,392,943	\$16,111,948	\$13,416,897	\$15,201,284
PH&N Cdn Equity Fund	11,014,530	8,498,037	10,305,020	8,340,559
PH&N US Equity Fund	3,244,073	1,547,415	3,180,875	1,936,615
PH&N Overseas Equity Fund	3,111,436	2,495,109	2,894,515	2,397,462
PH&N Cdn Money Market Fund	-	-	-	-
Cash	27	27	46	46
	\$31,763,009	\$28,652,536	\$29,797,352	\$27,875,967

The manager of the funds is RBC Global Asset Management Inc. The trustee is RBC Investor & Treasury Services.

Algoma University - Pension Plan

Notes to Financial Statements

For the years ended June 30, 2024 and 2023

2. Managed investments (continued)

The Statement of Investment Policies and Procedures ("SIPP") establishes a target mix among fixed income, equity, and short-term investments to ensure diversification across assets and classes with the following actual results

	Range	Target	2024	2023
Fixed income	25% to 65%	45%	45.3%	45.0%
Canadian Equity	30% to 70%	35%	34.7%	34.6%
US Equity	0% to 30%	10%	10.2%	10.7%
Global Equity	0% to 30%	10%	9.8%	9.7%
Money Market	0% to 10%	0%	0%	0%
Cash	0% to 10%	0%	0%	0%

3. Accrued administrative expenses

	2024	2023
Investment management fees	\$179,072	\$65,670
Actuarial fees	289,724	126,342
Custodial fees	15,532	11,050
Audit fees	18,509	9,040
Minister of finance fees	1,750	750
Pension benefits guarantee fee	4,851	1,512
HST recoveries	(40,208)	(44,218)
	\$469,230	\$170,146

Algoma University - Pension Plan

Notes to Financial Statements

For the years ended June 30, 2024 and 2023

4. Investment income by investment category

	2024	2023
Canadian Fixed Income Fund	\$541,877	\$478,963
Canadian Equity Fund	531,208	365,903
United States Equity Fund	38,475	37,880
Global Equity Fund	95,286	70,975
Canadian Pooled Money Market Fund	-	-
	\$1,206,846	\$953,721

5. Capital risk management

The Plan considers its capital to be its net assets available for benefits. The Plan's objective when managing capital is to sustain a certain level of net assets in order to meet the pension obligations of the University, which are not presented or discussed in these specified purpose financial statements. The Plan fulfills its primary objective by adhering to the specific investment policies outlined in its SIPP, which is reviewed annually by the management of Algoma University and was last amended in February 2020.

The Plan manages net assets by engaging investment managers who are charged with the responsibility of investing new and existing funds in accordance with the approved SIPP. The investment goal of the Fund is to achieve a rate of return, after deducting management fees, equal to 100% of the annual change in Consumer Price Index for Canada plus 4.0% when calculated as an annual compounded rate over a complete capital market cycle.

There has been no changes in what the Plan considers to be its capital and there has been no significant changes to the Plan's capital management objectives, policies and processes in the year.

Although there are no regulatory requirements relating to the level of net assets and/or funding to be maintained by the Plan, the Plan is required to file financial statements to the Financial Services Regulatory Authority of Ontario as well as files an Annual Information Return with the Minister of Finance, Revenue Operations and Client Services Branch.

Algoma University - Pension Plan

Notes to Financial Statements

For the years ended June 30, 2024 and 2023

6. Financial risk management

Investments are exposed to market price, liquidity, foreign currency, credit and interest rate risks. These risks have been assessed with no change from the prior year. The Plan has formal policies and procedures to monitor this risk exposure.

a) Liquidity risk

Liquidity risk is the risk that the Plan will not be able to meet its financial obligations because of an inability to liquidate assets. The Plan's approach to managing liquidity is to evaluate current and expected liquidity requirements to ensure that it maintains sufficient cash and cash equivalents to meet its liquidity requirements in the short and longer term. All of the Plan's investments are in liquid securities traded in the public market and can be readily disposed of, assuming orderly markets.

b) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an investment will fluctuate because of changes in foreign exchange rates. Foreign currency exposure arises from the Plan holding investments denominated in currencies other than the Canadian dollar. The exposure to currency risk at June 30, 2024 is significant but indirect due to the Plan's investment in US and Global pooled funds.

c) Market price risk

Market price risk is the risk that the fair values or future cash flows of an investment will fluctuate because of changes in market prices (other than those arising from foreign currency risk and interest rate risk), whether those changes are caused by factors specific to an individual investment or its issuer or factors affecting all similar securities traded in the market. All investments present a risk of loss of capital. The maximum risk resulting from investments is equivalent to their fair value. As all of the Plan's investments are carried at fair value with fair value changes recognized in the statement of change in net assets available for benefits, all changes in market conditions will directly result in an increase (decrease) in net assets.

An immediate hypothetical decline of 10% in values of the pooled funds will impact the Plan's investments by an approximate loss of \$3,176,000 (2023 - \$2,980,000).

Algoma University - Pension Plan

Notes to Financial Statements

For the years ended June 30, 2024 and 2023

6. Financial risk management (continued)

d) Interest rate risk

Interest rate risk refers to the risk that the value of a financial instrument will fluctuate due to changes in market interest rates. The Plan is exposed to interest rate risk associated with its investments. Investments are diversified and held with reputable parties in order to manage this risk.

Interest rate risk is the sensitivity of the Plan's financial position to movements in market interest rates. The SIPP has established restrictions on concentration, which are designed to mitigate the risk of interest rate volatility.

While the Plan has interest rate risk, the risk to the Plan is indirect in nature as the Plan is not directly holding any interest sensitive investments.

e) Credit risk

Credit risk is the risk that an issuer or counterparty will be unable or unwilling to meet a commitment that it has entered into with the Plan. The maximum credit risk exposure as at June 30, 2024 represents the total value of the investments.

The SIPP establishes the minimum quality standard of "BBB" for individual bonds, while requiring that at least 95% of the market value of short-term securities have a credit rating of at least A or its equivalent.

Fair Value Hierarchy

The Plan uses a fair value hierarchy in order to disclose the Plan's financial assets and financial liabilities that are measured at fair value in the statement of net assets available for benefits.

The fair value hierarchy has the following levels:

- Level 1 – quoted market prices in active markets for identical assets or liabilities;
- Level 2 – inputs other than quoted market prices included in Level 1 that are observable for the asset or liability either directly (as prices) or indirectly (derived from prices); and,
- Level 3 – unobservable inputs such as inputs for the asset or liability that are not based on observable market data.

Algoma University - Pension Plan

Notes to Financial Statements

For the years ended June 30, 2024 and 2023

6. Financial risk management (continued)

e) Credit risk (continued)

The level in the fair value hierarchy within which the fair value measurement is categorized in its entirety is determined on the basis of the lowest level input that is significant to the fair value measurement in its entirety.

As at June 30, 2024, all investments are Level 1 within the fair value hierarchy. There were no transfers between levels during the year.

Heartfelt gratitude for support on the National Day for Truth and Reconciliation (Orange Shirt Day) on behalf of the CSAA

1 message

Algoma University Communications

Thu, Oct 3, 2024 at 10:38 AM



COMMUNICATION MEMO

Children of Shingwauk Alumni Association (CSAA)

MEMO: Heartfelt gratitude for support on the National Day for Truth and Reconciliation (Orange Shirt Day)

TO: All Students, Staff, Faculty and Community

FROM: Children of Shingwauk Alumni Association (CSAA)

On behalf of the Children of Shingwauk Alumni Association (CSAA), we extend our deepest gratitude for your incredible support and participation in this year's National Day for Truth and Reconciliation (Orange Shirt Day).

We had a record number of attendees from across our community sharing in solidarity, whether through wearing orange, attending events, or sharing stories. The tremendous outpouring of love has once again reminded us of the powerful connection that unites us in remembrance and reconciliation.

Your engagement amplifies the voices of Survivors, honours the children who never came home, and fuels the ongoing journey toward healing. Every gesture, no matter how small, plays a vital role in raising awareness and fostering understanding about the lasting impacts of residential schools on Indigenous peoples and communities.

We are immensely proud of the strength and resilience of our Survivors. Their courage and commitment to sharing their truths continue to inspire us all. As we walk this path of reconciliation together, let us remember that their stories are not only part of our past but also a beacon guiding us toward a future built on mutual respect and shared healing.

Chi-miigwech for standing with us.

In strength and unity,

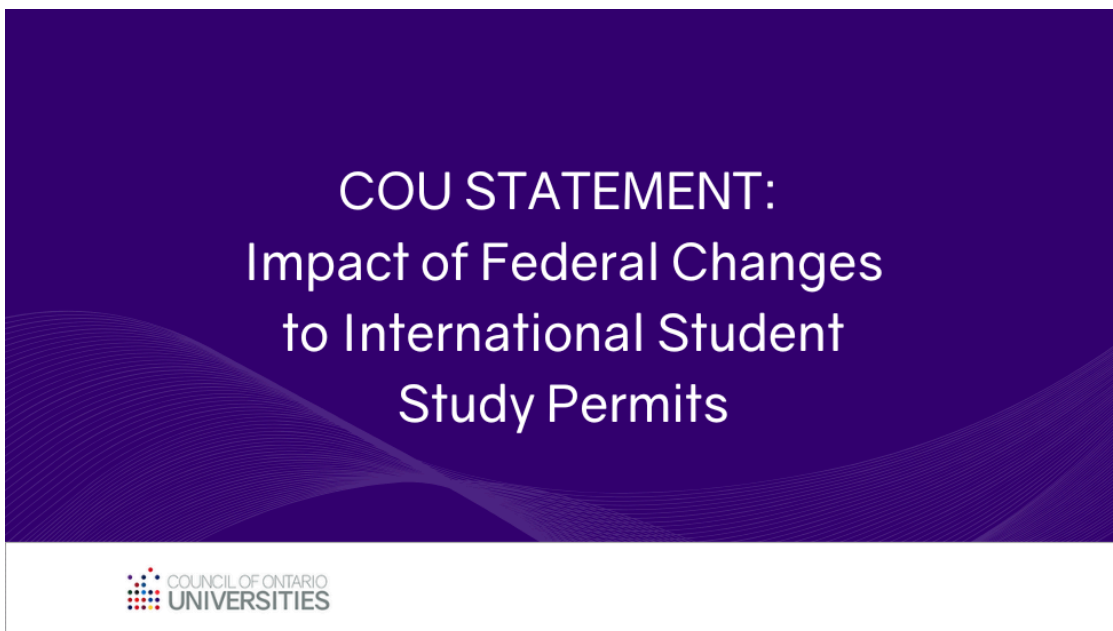
Children of Shingwauk Alumni Association

<https://ontariosuniversities.ca/news/cou-statement-impact-of-federal-changes-to-international-stu...>

Anusha Rajeswaran

4 min read

COU Statement: Impact of Federal Changes to International Student Study Permits - Ontario's Universities



TORONTO, October 18, 2024 – “Federal changes to international study permits have had a profound impact on Ontario’s universities.

As a result of the changes, Ontario universities are projecting financial losses of more than **\$300 million in 2024-25**, compared to 2023, doubling to more than **\$600 million the following year**, if trends continue. That’s nearly a **\$1-billion** financial impact in the first two years alone.

Additional changes announced in September are expected to result in further losses. The inclusion of Master’s and PhD students within the international student cap adds further complexity to the application process and risks discouraging even more highly skilled students from applying to Canada.

With a long history of responsibly supporting international students, Ontario’s universities have only modestly increased international student enrolment over the years, while providing

comprehensive services to all students. Even before federal changes, international students represented less than 20 per cent of all students at Ontario's universities.

With the extended cut and freeze to tuition and several years of higher inflationary costs, Ontario universities are facing significant financial challenges. Even after factoring in the provincial government's funding for STEM in 2023-24, announced last February, **10 universities are facing more than \$300 million** in deficits in 2023-24. These deficits are expected to increase in 2024-25, and do not include the impact of recent changes to international student study permits.

While we recognize the federal government had to address the bad actors that recklessly increased international student enrolment without the necessary supports, this has resulted in significant collateral damage to universities, which will have untold implications for years to come. It is critical that measures to reduce overall international student numbers target institutions that have seen irresponsible and unsustainable growth in recent years.

Moreover, we must ensure Canada and Ontario remain welcoming and competitive destinations for global talent. International students play a vital role within the social and economic fabric of the province and our country. University-level international students provide the top talent that Ontario needs to boost economic growth and compete globally.

That's why COU is asking the federal government to rebuild Canada's global reputation to ensure we can continue to attract the top talent and researchers our country and province needs.

We also urge the province to protect universities' existing allocation of provincial attestation letters from further cuts, and ensure the full allocation of spaces that Ontario receives for Master's and PhD students and other university-based programs go to Ontario universities.

We will continue to work with government, industry and community partners to rebuild Canada's global reputation to ensure we can attract the best and brightest from around the world to help build our economy."

– Steve Orsini, President and CEO, Council of Ontario Universities

Tags: international students, ontario's universities