



# ST. JEROME'S UNIVERSITY

## BOARD OF GOVERNORS

### Minutes of the Thursday, April 8, 2021 Meeting

**Present:** Mary Ellen Cullen (Chair), Mark Wendland (Vice Chair), Frank Boerboom, Roberta Cauchi-Santoro, Cheri Chevalier, Cynthia Davis, Ernie Doyle, Melanie Garaffa, Meaghan Hymers, Anne Jamieson, Ted McKechnie, Peter Meehan, Michael Pautler, Bruce Rodrigues, Chris Roehrig, Andrew Turczyniak, Fr. Tim Uniac, Joe Varamo

**Resources:** Mike Gourlay, Executive Director, Finance and Administration; Cristina Vanin, Interim Vice President Academic and Dean; Saphron Moule, Director, Finance and Accounting; Katrina Kaczala, Recording Secretary

**Regrets:** Benjamin Mathew, Toni Serafini

*The meeting was conducted using Zoom, a video and teleconference service.*

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## OPEN SESSION

### 1. PRAYER

The prayer was provided by M. Cullen.

### 2. LAND ACKNOWLEDGMENT

M. Cullen provided an acknowledgement that the land on which the University resides and does business is located on the traditional territory of the Attawandaron (Neutral), Anishnaabeg, and Haudenosaunee peoples. The University campus is situated on the Haldimand Tract, land promised to Six Nations, which includes six miles on each side of the Grand River.

### 3. CHAIR'S REMARKS

The Chair acknowledged the one-year anniversary of individuals working from home due to the COVID-19 pandemic. She extended thanks to staff, faculty, and Board members for their commitment and resilience this past year working from home.

### 4. PRESIDENT'S REMARKS

P. Meehan provided an overview of the status of a number of current projects and initiatives, including: the search for the next Vice President Academic and Dean, strategic planning process, communication strategy, and fundraising.

### 5. EQUITY, DIVERSITY AND INCLUSION (EDI) UPDATE

The President's Advisory Group on EDI has been formulated and will be meeting in the near future. This group will be responsible developing an action plan based on the recommendations presented at the conclusion of phase one of the University's EDI initiative.

St. Jerome's has engaged with the University of Waterloo's President's Anti-Racism Task Force (PART) in an effort to share information and resources.

**6. AGENDA REVIEW, DECLARE CONFLICTS, ADDITIONS, CHANGES**

No conflicts, additions or changes.

**Motion:** To approve the agenda as presented.

**Moved:** F. Boerboom, **Seconded:** C. Chevalier, **Carried.**

**Consent Agenda**

**7. MINUTES OF THE NOVEMBER 26, 2020 BOARD OF GOVERNORS MEETING**

**8. MINUTES OF THE DECEMBER 3, 2020 BOARD OF GOVERNORS MEETING**

**9. MINUTES OF THE MARCH 11, 2021 BOARD OF GOVERNORS MEETING**

**10. 2021 AUDIT PLAN AND ENGAGEMENT LETTER**

Minor revisions were made to the minutes of the November 26, 2020 Board meeting.

**Motion:** To approve by consent item 7 to 10 above, as amended.

**Moved:** T. McKechnie, **Seconded:** M. Wendland, **Carried.**

**Regular Agenda**

**11. ELECTRONIC VOTING REVISIONS: RECRUITMENT & APPOINTMENT OF CHAIR AND VICE CHAIR OF THE BOARD OF GOVERNORS**

The Governance and Nominations Committee made revisions to the Recruitment & Appointment of Chair and Vice Chair of the Board of Governors Policy to add provisions for voting electronically.

The Board discussed a question about understanding what skills are necessary for the Board Chair and Vice Chair, and how best Board members can identify which members possess the necessary skills to hold these positions. The Governance and Nominations and Executive Committees will discuss this further.

**Motion:** To approve the proposed additions and revisions made to the Recruitment & Appointment of Chair and Vice Chair of the Board of Governors Policy.

**Moved:** C. Davis, **Seconded:** J. Varamo, **Carried.**

**12. PROPOSED OPERATING AND CAPITAL BUDGETS**

The Board invited M. Gourlay to present the proposed 2021-2022 operating and capital budgets. M. Gourlay provided an outline of the priorities and assumptions that were used to guide the development of the budgets.

The operating budget was presented, which included an overview of the operating revenue, operating expenses, and ancillary operations. It was noted that a deficit budget is expected for 2021-2022 and it is proposed that the 2020-2021 approved deficit be spread over two years. The University's high interest savings account and unrestricted investments will be used to fund the deficit.

The capital budget was also presented, which included the previously committed projects and capital requests planned for 2021-2022. The planned capital projects for 2022-2023 were also noted for the Board's reference.

The Board thanked M. Gourlay, S. Moule and everyone who worked on the budgets for their hard work developing and managing the budgets.

**Motion:** To approve the operating and capital budgets for the 2021-2022 fiscal year.

**Moved:** E. Doyle, **Seconded:** J. Varamo, **Carried.**

### **13. RESPONSE TO SENATE COUNCIL MOTIONS**

M. Cullen provided background information regarding the motions the Board received from Senate Council dated February 28 and March 13, 2020.

The first issue regarding communication between the Board and Senate Council, has been addressed through a recent policy revision. As such, the role of the Vice President Academic and Dean (VPAD) and the responsibilities that fall in that position should address the concerns expressed regarding avenues of communication.

The second issue regarding the presidential search process will be addressed through a review of the process. The Governance and Nominations Committee will perform a review of the policies and guidelines for the search process, and will seek feedback and recommendations from Senate Council as part of its review.

**Motion:** To receive for information the communication to be sent to Senate Council in response to the motions received by the Board on February 28 and March 13, 2020.

**Moved:** M. Pautler, **Seconded:** A. Turczyniak, **Carried.**

### **14. NEW BUSINESS**

There was no new business.

*T. McKechnie left the meeting.*

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**Motion:** To adjourn Open Session and move into Confidential Session.

**Moved:** C. Davis, **Seconded:** J. Varamo, **Carried.**

**Meeting Adjourned.**

April 8, 2021  
/kk

Mary Ellen Cullen  
Chair of the Board of Governors