



MINUTES OF THE MEETING OF THE BOARD OF GOVERNORS
SEPTEMBER 21, 2021 – OPEN SESSION

The meeting was held at 10:00 a.m. on Zoom.

- PRESENT: R. Konrad, Chair
A. Bryson, Secretary
- | | |
|---------------------|--------------|
| M. Banik | A. Pahargarh |
| S. Bennett | G. Parraga |
| C. Burghardt-Jesson | S. Pitel |
| W. Boye | C. Rorabeck |
| A. Chant | A. Shepard |
| G. Dick | S. Shortreed |
| K. Gibbons | D. Simmonds |
| E. Holder | M. Surkont |
| J. Kum | J. Toswell |
| M. Lerner | S. Trosow |
| S. Neiman | H. Usher |
- By Invitation: A. Blackburn-Evans, R. Chelladurai, L. Logan, E. Mallory,
J. O'Hagan, S. Prichard, L. Rigg [Lesley]
- Secretariat Resource: M. O'Connor, C. Price, L. Rigg [Lisa]
- Regrets: L. Hasenfratz, C. Stephenson, B. Ross, G. Pollock

Welcome and Chair's Remarks

R. Konrad greeted Board members and introduced new Board members A. Chant and A. Pahargarh. He welcomed the Board's return back to campus for the first Board meeting of the academic year and provided an overview of how the session would run in hybrid format. He thanked A. Bryson, University Secretary (University Secretariat) for providing a comprehensive Board orientation over the past two days, noting that the information provided during the orientation sessions will be shared on the Board OWL site.

R. Konrad discussed the topic of crisis, highlighting the recent crises that have impacted Western students including sexual violence, religious bigotry, and a

recent assault that led to the death of a first-year student. He noted the effect that crises can have across business sectors; influencing reputation and disrupting the way in which an organization ordinarily functions, noting the cascading effect it has on leadership responsibilities. He highlighted the constant pivoting that Western leadership has had to navigate as a result of the pandemic including cancellation of in-person classes, remote learning, cancellation of sporting events, and postponing convocation, while also managing communication related to fear of the virus and then following, fear of the vaccine. He thanked the Board, the University's administration and academic leadership in working collaboratively to support students, faculty, and staff throughout the pandemic while maintaining a standard of excellence.

Land Acknowledgement

D. Simmonds offered a Land Acknowledgement.

BG.21-139 **Adoption of Agenda – Open Session**

It was moved by J. Kum, seconded by G. Parraga

That the agenda for the Open Session be approved as circulated.

CARRIED

BG.21-140 **Approval of the Open Session Minutes of the Meeting of June 17, 2021**

It was moved by G. Dick, seconded by H. Usher,

That the open session minutes of the meeting of June 17, 2021 be approved as circulated.

CARRIED

BG.21-141 **Business Arising from the Minutes**

There were no items noted as business arising from the June 17, 2021 minutes.

[Secretary's Note: Prior to the President's report, the Board engaged in a moment of silence out of respect for the students who have lost their lives over the last few months due to unexpected events and acts of violence.]

BG.21-142 **REPORT OF THE PRESIDENT**

In addition to the written report of the President that was distributed with the agenda, the President commented on the following:

- The President acknowledged the loss of three Western students over the last few months
- The President discussed the recent crises involving Western students including street parties, sexual violence and assaults that have contributed to a somber start to the academic year and return to in-campus learning
- 80% of student learning is being held in-person on campus this fall with the remaining 20% online
- The gender-based sexual violence prevention training is commencing this week
- The President attended the walk-out last Friday and reaffirmed Western's commitment to eliminating sexual violence on campus
- Safety ambassadors have been implemented in residence halls along with additional constables patrolling campus to increase campus safety
- The University is doing well in mitigating risks associated with COVID-19 with only a small number of isolated positive cases identified on campus
- Homecoming festivities are primarily virtual this year due to the pandemic
- The University will be releasing a statement regarding safety at street parties in anticipation of the upcoming homecoming weekend.
- The University continues to have record numbers of applicants both domestically at the graduate and undergraduate level and internationally at the graduate level. Challenges continue to exist for international students in travelling and acquiring student visas due to the pandemic
- The President welcomed new leadership including new Deans, Dr. Michael Kim in the Faculty of Music and Dr. Nicholas Harney in the Faculty of Social Science, and the new Associate Vice-President Equity, Diversity and Inclusion, Opiyo Oloya
- The University announced recently that convocation will be virtual due in part to the challenges in confirming vaccination status for such a high volume of guests
- The University is looking forward to proactively moving forward with initiatives outlined within the strategic plan

The President concluded his report by acknowledging the impact that the pandemic has had on the University and individually but commended the strength of the institution and the people who support its success.

During the discussion the following was noted:

- There have been three cases of COVID-19 that were identified within individual classrooms. The classrooms were notified and students were encouraged to seek testing through campus support

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- It was suggested that proactive training regarding student conduct including sexual violence training should be included for off-campus students including fraternities
- The student code of conduct was amended previously to include offences that occur off-campus which would include sexual violence
- The search for the Provost is still underway
- Concern regarding safety and the risks associated with a potential FOCO street party on Broughdale this weekend

AGENDA

ITEMS REFERRED BY THE AUDIT COMMITTEE

BG.21-143 **Audited Financial Statements for the Year Ended April 30, 2021**

S. Bennett, Chair of the Audit Committee presented the audited financial statements for the year ended April 30, 2021. It was noted that Board members received the complete audited financial statements via courier the week prior. She highlighted the strength of the University's financial position noted in the financial statements.

During the discussion the following was noted:

- Western's Auditor was also the auditor for Laurentian University, which filed for creditor protection in February 2021
- Leadership has discussed the situation at Laurentian extensively with its Auditor, particularly during the preparation of the financial statements
- Western is in a very strong financial position
- It was suggested that L. Logan provide an overview of financial indicators related to financial health for the post-secondary sector at a future board meeting

It was moved by G. Dick, seconded by G. Parraga,

That the Board of Governors approve the draft audited combined financial statements for the University for the fiscal year ended April 30, 2021 (Section 1 of the Audited Financial Statements)
And,

That the Board of Governors approve the draft special purpose audited financial statements for the University for the fiscal year ended April 30, 2021 (Section 2 of the Audited Financial Statements) for compliance with US reporting requirements.

CARRIED

ITEMS REFERRED BY THE GOVERNANCE AND BY-LAWS COMMITTEE

BG.21-144 **Revisions to Special Resolution No. 1–A – Terms of Reference of the Governance and By-Laws Committee**

S. Shortreed, Chair of the Governance and By-Laws Committee presented the Revisions to Special Resolution No. 1–A – Terms of Reference of the Governance and By-Laws Committee for approval.

It was moved by D. Simmonds, seconded by K. Gibbons,

That the Board of Governors approve that Special Resolution No.1-A – Terms of Reference of the Governance and By-Laws Committee be revised as shown.

CARRIED

BG.21-145 **Revisions to Special Resolution No. 1-C – Terms of Reference of the Fund Raising and Donor Relations Committee**

S. Shortreed, Chair of the Governance and By-Laws Committee presented the Revisions to Special Resolution No. 1-C – Terms of Reference of the Fund Raising and Donor Relations Committee for approval.

It was moved by D. Simmonds, seconded by K. Gibbons,

That the Board of Governors approve that Special Resolution No.1-C – Terms of Reference of the Fund Raising and Donor Relations Committee be revised as shown.

CARRIED

BG.21-146 **Revisions to Special Resolution No. 1–L – Terms of Reference of the Audit Committee**

S. Shortreed, Chair of the Governance and By-Laws Committee presented the Revisions to Special Resolution No. 1–L – Terms of Reference of the Audit Committee for approval.

It was moved by D. Simmonds, seconded by K. Gibbons,

That the Board of Governors approve that Special Resolution No.1-L – Terms of Reference of the Audit Committee be revised as shown.

CARRIED

BG.21-147 **Revisions to Special Resolution No. 1-B – Terms of Reference of the Property and Finance Committee**

S. Shortreed, Chair of the Governance and By-Laws Committee presented the Revisions to Special Resolution No. 1-B – Terms of Reference of the Property and Finance Committee for approval.

It was moved by D. Simmonds, seconded by K. Gibbons,

That the Board of Governors approve that Special Resolution No.1-B – Terms of Reference of the Property and Finance Committee be revised as shown.

CARRIED

BG.21-148 **Revisions to Special Resolution No. 1-M - Terms of Reference of the Senior Policy and Operations Committee**

S. Shortreed, Chair of the Governance and By-Laws Committee presented the Revisions to Special Resolution No. 1-M - Terms of Reference of the Senior Policy and Operations Committee for approval.

It was moved by D. Simmonds, seconded by K. Gibbons,

That the Board of Governors approve that Special Resolution No.1-M – Terms of Reference of the Senior Policy and Operations Committee be revised as shown.

CARRIED

BG.21-149 **Revisions to Special Resolution No. 9 – Election Procedures**

S. Shortreed, Chair of the Governance and By-Laws Committee presented the Revisions to Special Resolution No. 9 – Election Procedures for approval. It was noted during the discussion that consideration would be taken on a case by case basis regarding loss of employment outlined within the procedures acknowledging differences between being temporarily laid off or right to recall versus choosing to terminate employment or being terminated. It was determined that the Governance and By-Laws Committee would review the policy to determine whether greater specificity related to employment status was warranted.

It was moved by D. Simmonds, seconded by K. Gibbons,

That the Board of Governors approve that Special Resolution No.9 – Election Procedures be revised as shown.

CARRIED

BG.21-150 **Revisions to MAPP Policy 1.51, Policy on Establishing University Policies & Procedures**

S. Shortreed, Chair of the Governance and By-Laws Committee presented the Revisions to MAPP Policy 1.51, Policy on Establishing University Policies & Procedures for approval.

It was moved by D. Simmonds, seconded by K. Gibbons,

That the Board of Governors approve that MAPP Policy 1.51, Policy on Establishing University Policies & Procedures be revised as shown.

CARRIED

BG.21-151 **Amendment of the Board By-Law No. 1**

S. Shortreed, Chair of the Governance and By-Laws Committee presented the Amendment of the Board By-Law No. 1 for approval.

A question was posed to discuss how Board members would bring items forward to the Board under clause 26(a). It was noted that a Board member could submit items for discussion or approval to the Chair and the Secretary of the Board.

S. Shortreed stated that the question could be brought back for discussion at a future Governance and By-Laws committee meeting.

It was moved by D. Simmonds, seconded by K. Gibbons,

That the Board of Governors approve that the Board By-Law No.1 be revised as shown.

CARRIED

BG.21-152 **UNANIMOUS CONSENT AGENDA**

It was moved by A. Chant, seconded by S. Shortreed,

That the items listed in the Unanimous Consent Agenda be approved or received for information.

CARRIED

ITEMS FROM THE PROPERTY AND FINANCE COMMITTEE

BG.21-153 **New Scholarships, Awards, and Prizes**

The new scholarships, awards, and prizes approved by the Property and Finance Committee, on behalf of the Board of Governors, were provided for information in Item 5.1(a).

BG.21-154 **Heart and Stroke/Barnett-Ivey Chair**

The Heart and Stroke/Barnett-Ivey Chair that was approved by the Property and Finance Committee on behalf of the Board of Governors was provided for information in Item 5.1(b).

ITEMS FROM THE AUDIT COMMITTEE

BG.21-155 **Equity and Human Rights Annual Report**

The Equity and Human Rights Annual Report was provided for information in Item 5.2(a).

BG.21-156 **Western Retirement Plans Report to the Audit Committee**

The Western Retirement Plans Report to the Audit Committee was provided for information in Item 5.2(b).

ITEMS FROM THE SENIOR POLICY AND OPERATIONS COMMITTEE

BG.21-157 **Senior Appointments**

Senior appointments that were approved by the Senior Policy and Operations Committee on behalf of the Board were reported to the Board for information in Item 5.3(a).

BG.21-158 **Board Committee Membership**

Vacancies filled by the Senior Policy & Operations Committee on behalf of the Board were reported for information in Item 5.3(b).

ITEMS FROM THE FUND RAISING AND DONOR RELATIONS COMMITTEE

BG.21-159 **Quarterly Fundraising Report to April 30, 2021**

The Quarterly Fundraising Report to April 30, 2021 was provided for information Item 5.5(a).

BG.21-160 **Quarterly Fundraising Report to July 31, 2021**

The Quarterly Fundraising Report to July 31, 2021 was reported for information in Item 5.5(b).

ITEMS FROM THE MCINTOSH GALLERY COMMITTEE

BG.21-161 **Announcement of a Chair and Vice-Chair of the McIntosh Gallery Committee**

The announcement of a Chair and Vice-Chair of the McIntosh Gallery Committee was provided for information in Item 5.6(a).

ITEM REFERRED BY SENATE

BG.21-162 **Academic Administrative Appointments (September)**

The academic administrative appointments for September 2021 were provided for information in Item 5.7(a).

BG.21-163 **ITEMS REMOVED FROM CONSENT AGENDA**

No items were removed from Consent.

BG.21-164 **QUESTIONS FROM MEMBERS**

BG.21-164.1 **Financial Impact of Pandemic on Staff**

A question was raised regarding whether financial support was provided to staff who may have been laid off due to the pandemic noting the decrease in salaries listed within the financial statements. L. Logan reported that salaries to staff had actually increased, and the reason the amount appears lower than from the prior year is due to the retirement program payments in that year. She reported that staff were redeployed to other areas during the pandemic in order to continue their employment where possible.

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BG.21-165 **OTHER BUSINESS**

No other business was noted.

ADJOURNMENT TO CONFIDENTIAL SESSION

The meeting adjourned to the confidential session at 11:13 a.m.

R. Konrad
Chair

A. Bryson
University Secretary