

Meeting Minutes

Board Members present:	David Morrison (Chair), Carol Geddes, James Allen, Jason Bilsky, Jeff Wolosewich, Judy Gingell, Lesley Brown, Mark Wedge, Michelle Parsons, Samara Robertson-Lawless, Sara McPhee-Knowles, Sharon Shadow, Tom Ulyett
regrets:	Brenda Butterworth-Carr, Christine Mahar, Victoria Fred
PEC members, present:	Shelagh Rowles, Gavin Gardiner, Trika MacDonald, Bronwyn Hancock, Aisha Montgomery, Nadia Joe
Observers:	n/a
Recorder	Irina Bogachek, Governance Officer

Required quorum: majority of the members

12:00 – 12:20pm - YukonU Foundation Board AGM meeting

BOARD Regular session

1. Call to order at 1:00pm.
 - Moment of reflection by Jeff Wolosewich
 - Declaration of Conflicts of Interest:
For item 15(b) – Board members who are YukonU employees: Lesley Brown, Jeff Wolosewich, Sara McPhee-Knowles, and Samara Robertson-Lawless.
For item 15(c) – David Morrison, for the Chair Evaluation discussion.
For item 8.2(e) – Lesley Brown.

2. Agenda approval

MOTION: MOVED by Sara McPhee-Knowles, SECONDED by Jason Bilsky to approve the meeting agenda without item B7.2(b) Annuity Buy-in Investment Proposal. CARRIED

3. Consent Agenda approval

Decision items:

1. Minutes from June 7, 2024 Board meeting
2. Minutes from July 24, 2024 Board Executive meeting (confid)
3. Minutes from August 26, 2024 Board Executive meeting (confid)
4. Minutes from September 19, 2024 Board Executive meeting (confid)

Information items:

5. President's report on delegated authorities.

No questions/discussion.

MOTION: MOVED by Carol Geddes, SECONDED by Jeff Wolosewich to approve the consent agenda items as presented:

1. Minutes from June 7, 2024 Board meeting
2. Minutes from July 24, 2024 Board Executive meeting (confid)
3. Minutes from August 26, 2024 Board Executive meeting (confid)
4. Minutes from September 19, 2024 Board Executive meeting (confid)
5. President's report on delegated authorities. CARRIED

4. Report from Board Chair (verbal)

Board membership update:

- Board membership status and vacancies; working with YG to fill upcoming vacancies.

Welcome to new members:

Sharon Shadow – FN member of the Board; Champagne & Aishihik First Nations.

Michelle Parsons– FN member of the Board; Carcross/Tagish First Nation.

- Polaris Project: working with YG on getting the development permit; a number of special FARC and Board Executive meetings were held recently to facilitate the process; no disagreement with YG on building ownership; the water issue will be discussed under the in-camera session, further on the agenda.

No questions/discussion.

5. Report from President (written)

Written report provided in the meeting package.

Question about status of the Universities Canada application – brief update by the President; the application is advancing with no issues.

6. Reports from Senior Executives (written)

Written reports provided in the meeting package.

a. Provost & VP Academic

Discussion:

- Strategic Enrolment Plan - post-doctoral exchange; this requires changes to the Collective Agreement as they are not considered students; pathways that we have in place are informal and we need to think of other ways of doing it.

b. VP Finance & Administration

No questions/discussion.

7. Finance, Audit & Risk Committee

1. Report from Chair Jason Bilsky

Discussions from September 16, 2024:

- OAG Report to Audit Committee: annual Audit results for the year ended March 31, 2024, presented by OAG; the Consolidated Financial Statements are further on the agenda for Board's approval.

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- Strategic Enrolment Management Plan: a comprehensive multi-year Strategic Enrolment Management (SEM) Plan that stems from the Academic Plan 2023-2028 and focuses on annual enrolment goals, retention goals, and strategies on how to achieve them; the Plan is further on the agenda for Board's approval.
 - Appointment to the Pension Committee: the voting member position got vacated with the departure of VP Finance Peter Deegan. FARC made a recommendation on appointing Shelagh Rowles to this position. Considering the time sensitive nature of the appointment, the recommendation went to and was approved by the Board Executive on September 19.
 - Debt collection process: as requested by FARC in May, an overview of applicable YukonU policies was presented; the policies are due for revision and modernization and will be brought for discussion in December.
 - Annuity Buy-in: recognition of great work done by the Pension Committee; the Annuity Buy-in investment didn't receive support from the Pension Committee (September 24, 2024 meeting) and was removed from the Board agenda (earlier, under item B2).

Comment: for the long-term stability of the Plan an investment option for the surplus needs to be found.

- Reports - overall improvement in reporting:
 - o Variance year-to-date report - timing difference; it will smooth itself out by end of the fiscal year; internal adjustments to ensure the resources are provided as necessary.
 - o Pension Committee report – very healthy Plan; importance of being mindful of our legal obligations.
 - o Risk Management update – current status assessment.
 - o Management Action Plan.
- Items deferred to the next FARC meeting due to the insufficient meeting time:
 - o Insurance review, annual report
 - o Legal overview 2023-24, annual report
 - o Yukon economic conditions
 - o Major Project Updates: Polaris Project/Science Building and Enterprise Resource Planning System.

2. Motions from September 16, 2024:

YukonU Consolidated Financial Statements 2023/24.

Preamble by Lesley Brown:

- Some major issues: bigger surplus than it was anticipated in May 2024 (mainly due to the accrued pension benefits – less members are buying back), uncategorized expenses from 2028, and audit of Financial Statements of the YukonU Foundation Board.
- Revenue: YG funding (stable) and increase in tuition and interest rates revenue.
- Expenses: increase due to the salary increases per the new Collective Agreement; more hiring to support institutional growth.

Discussion:

- Risk Assessment strategy and its status.

The work is in progress, and, once complete, the strategy will be brought to the Board for approval; after its implementation, the Board will be receiving regular reports to be able to assess institutional risks. In the meantime, institutional plans (Strategic, Academic, etc.), as approved by the Board, help with identifying potential risks; they guide the operations of the University, with regular reports back to the Board.

MOTION: MOVED by Jason Bilsky, SECONDED by Sara McPhee-Knowles to approve the YukonU Consolidated Financial Statements for the year ended March 31st, 2024, as presented. CARRIED

8. Governance Committee

1. Report from Chair

Presented by Samara Robertson-Lawless, Governance Committee member, on behalf of the Chair.

Discussions from September 16, 2024:

- President's report on delegated authorities: the report is provided in the Board package under item B3(c) of the Consent Agenda.
- Centres and Institutes Policy - concept approval: a common policy at other Canadian universities. It will provide a consistent definition of Centres and Institutes and common expectations around their creation, operation, and discontinuance. The Governance Committee approved the development of the Policy, pursuant to the approval authority of the Policy Framework. Once developed, the Policy will be brought to the Board for approval.

Discussion: more details on the future Policy were requested; provided by Bronwyn Hancock, Vice-Provost, Academic & Research, as in the Planning Form and the BN.

- Board and Board Chair evaluation results: further on the Board agenda, under the in-camera item B15(c). The Monitoring Board Performance Policy BOG 8.0 is due for revision in December 2024 and will be brought to the next Governance meeting for discussion.

2. Motions from September 16, 2024

a. Board Retreat new date

The September 28, 2024 was cancelled as it falls on the National Day for Truth and Reconciliation long weekend. It's proposed to have it in late April (the 26th) since it worked well last year.

No discussion/objections.

MOTION: MOVED by Judy Gingell, SECONDED by Carol Geddes to approve the new date for the annual Board PD Retreat being April 26, 2025. CARRIED

b. Assigning Board mentors for new Board members

MOTION: MOVED by Sara McPhee-Knowles, SECONDED by Jeff Wolosewich to approve the assignment of the following Board members as mentors to new Board members:

- Sam Robertson-Lawless for Jeff Wolosewich
- Mark Wedge for Sharon Shadow
- Judy Gingell for Michelle Parsons.

Judy Gingell declined her nomination due to the other obligations she currently has. Carol Geddes nominated herself to fill this position.

AMENDED MOTION: MOVED by Sara McPhee-Knowles, SECONDED by Jeff Wolosewich to approve the assignment of the following Board members as mentors to new Board members:

- Sam Robertson-Lawless for Jeff Wolosewich
- Mark Wedge for Sharon Shadow
- Carol Geddes for Michelle Parsons. CARRIED

c. Vacancies on the Board Committees

Currently, there are no vacancies on Board Committees. The Governance Committee recommends having a survey to identify any changes to members' preferences regarding their committee involvement.

No discussion/objections.

MOTION: MOVED by David Morrison, SECONDED by Sara McPhee-Knowles to confirm Board members' interests in Board Committee positions through a survey and bring the results in December for discussion and, if required, appointments. CARRIED

d. Board Bylaws revision

The formal notice of the proposed amendments was provided at the June 2024 Board meeting, pursuant to the Board Bylaw amendment process. The revised Bylaws are back for final approval.

No objections.

Discussion: using best practices from comparator institutions (in general) vs. making our own to reflect our values and priorities and thus, to lead the way.

MOTION: MOVED by Carol Geddes, SECONDED by James Allen to approve the revised Board Bylaws with amendments as presented, effective immediately. CARRIED

e. President Reappointment Policy

President Lesley Bbrown left for this discussion.

Discussion:

- President's term duration (5 years).
- Board's duty to decide on the reappointment must be supported by a policy.
- The process needs to start soon - between 15 to 18 months in advance to the term end as per the proposed policy.

No objections.

MOTION: MOVED by Jason Bilsky, SECONDED by David Morrison to approve the President Reappointment Policy BOG 6.0 as presented, effective immediately. CARRIED

f. YukonU Annual Report 2023-24

No discussion/objections.

MOTION: MOVED by Sara McPhee-Knowles, SECONDED by Carol Geddes to approve the submission of the 2023-24 Yukon University Year-In-Review Report for the year ended March 31, 2024, to the Minister, under section 53(3) of the YukonU Act. CARRIED

9. Human Resources Committee

Report from Chair Tom Ulyett.

Discussions from September 25, 2024:

- Succession plan is underway – important part of the institutional risk management.
- Collective Agreement bargaining process starts in November.
- EDI Framework and action plan – draft completed.
- Board Training Plan – moved to the Governance Committee's jurisdiction, as well as annual Board evaluations.

No discussion/questions.

10. Indigenous Advisory Circle

Report from Chair Carol Geddes.

Discussions from September 20, 2024:

- Welcome to the new Board and IAC members, Sharon Shadow and Michelle Parsons.
- Full-day meeting with PACFNI in May 2024 to identify community needs and issues; needs to be continued.
- Elders on Campus Program – review of the new guidelines as prepared by AVP Reconciliation Nadia Joe and her team, visiting the Elders Lounge, and meeting with the Elders to learn about their role and needs.

No discussion/questions.

11. Report from Student Union

None; the Student member vacancy is expected to be filled by the December meeting.

12. Yukon University Strategic Enrolment Management Plan 2025-2030

Preamble by Shelagh Rowles:

- Overview of the Plan as prepared by the SEM committee led by the Registrar.
- Projected growth - 20% by 2030: 5% increase within this and next academic years, and more moderate in the following years to ensure we have resources to support the growth.
- Focus on Yukoners; need to engage Yukon communities.
- Student well-being and success is the key.

Discussion: importance of data collection to be able to advance and monitor the Plan.

MOTION: MOVED by Mark Wedge, SECONDED by Samara Robertson-Lawless to approve the Yukon University Strategic Enrolment Management Plan 2025-2030 with annual recruitment targets. CARRIED

13. Action Items Update

No questions/discussion.

The new Conflict of Interest and Oath forms will be distributed after this meeting – to be filled, signed, and returned to the University Secretariat.

14. Future agenda items – requests from the floor

Request: general review of the in-camera process.

15. IN-CAMERA session

MOTION: MOVED by Jason Bilsky, SECONDED by Carol Geddes to move in camera as follows:

- with Shelagh Rowles and Gavin Gardiner for the Polaris discussion (additional item);
- without members who are YukonU employees Lesley Brown, Jeff Wolosewich, Dr. Sara McPhee-Knowles, and Samara Robertson-Lawless for item 15(b);
- without Board Chair for item 15(c), for the Chair Evaluation discussion part.
- Without President Lesley Brown for the President evaluation part. CARRIED

Non-Board members left.

In-camera discussions and decisions – see the Confidential Part 2 of the Minutes (limited access).

Action Item: Board self-evaluation discussion (March meeting)

16. Adjournment

MOTION: MOVED by Carol Geddes, SECONDED by Jeff Wolosewich to move out of camera and adjourn at 5:10pm. CARRIED
