



AFFILIATED WITH THE UNIVERSITY OF WATERLOO

BOARD OF GOVERNORS

Wednesday, April 26, 2023

Dunker Family Lounge (DFL) | 6:00 p.m.

MINUTES - OPEN SESSION- FINAL

The minutes were approved at the June 21, 2023 meeting of the Board of Governors.

PRESENT: Jean Becker, Ryan Connell, Manfred Conrad (Chancellor), Wendy Fletcher (President), Brian Hendley, Jane Karanassiou, Thomas Littlewood, Edwin Ng, Joseph Olubokun (Vice-Chair), Tracy Peressini, Ashton Romany, Karen Spencer (Chair), Shumiao Wang (Treasurer)

REGRETS: Asma Al-Wahsh, Neha Chugh, Asnake Dabala, Yaacov Iland (Secretary), Sarah Malik, Clarissa Michaels, Marita Williams

GUESTS: Melanie McKellar, Tanya Missere Mihas, Kristiina Montero, Jill Pauls

RECORDER: Lisa Kessig

TERRITORIAL ACKNOWLEDGEMENT: *With gratitude, we acknowledge that Renison University College is located on the traditional territory of the Anishinaabeg, Hodinohsyó:ni, and Attawandaran (Neutral) Peoples, which is situated on the Haldimand Tract, the land granted to the Six Nations that includes ten kilometres on each side of the Grand River from mouth to source. Our active work toward reconciliation takes place in all corners of our campus through research, learning, teaching, community building and outreach. We are guided by the work of our Reconciliation and Re-storying Steering Committee and Anti-Racism and Decolonization SpokesCouncil, as well as the [University of Waterloo's Office of Indigenous Relations](#).*

1. LAND ACKNOWLEDGEMENT

Karen Spencer, Chair provided a land acknowledgement.

2. OPENING PRAYER

None.

3. FAREWELL & APPRECIATION FOR CHANCELLOR MANFRED CONRAD

Appreciation to Manfred Conrad for over 15 years of service on the Board of Governors and two terms in the role of Chancellor, his friendship, and his generous support of the Renison community.

4. APPROVAL OF THE AGENDA

MOVED by Tracy Peressini to approve the agenda; **SECONDED** by Ryan Connell.

CARRIED.

5. APPROVAL OF MINUTES- March 22, 2023

MOVED by Thomas Littlewood to approve the March 22, 2023 minutes; **SECONDED** by Jane Karanassiou.

CARRIED.

6. BUSINESS ARISING

None.

7. DECLARATIONS OF CONFLICT OF INTEREST

There were no members reporting a conflict of interest or a perceived conflict.

8. **CHAIR'S REMARKS**- Karen Spencer

The Chair welcomed members to the in-person meeting. The Board meeting planned for May will also be held in-person. The schedule of tentative meetings for the next year was included in the Board package. Four of the upcoming meetings are planned as in-person meetings, and the rest are planned to be held online.

9. **PRESIDENT'S REPORT**- Wendy Fletcher

Highlights from the President's report were shared.

FINANCE UPDATE

Cashflow projection

The actual starting cash balance at the beginning of March was over \$8M. Grant funds received were \$435K and including some tuition for ELI/CAPE programs (\$288K), the total actual cash revenue for March was \$823K. Total expenses for the month including payroll were \$1.9M. KDE Hub YE expenditures of \$220K were listed under other expenses. The April YE update will be available at the next Board meeting.

Bill 26

With the amendment to the *Ministry of Training, Colleges and Universities Act*, a new Renison policy is required regarding sexual misconduct toward students by employees. Renison is working on a draft policy, which is required to be in place by July 1. Renison will follow the lead of UW in creating this document and will acknowledge the UW policy until our own is approved. RAAS will be engaged in the review of the Renison draft. It is a controversial bill, and updates will be provided as they are available.

Not for profit corporations act

Renison is required to ensure that our Act of Incorporation are in conformity with the new Not for profit corporations' legislation by 2024. Management will begin the work, then the Governance Committee will take over the task. A legal review will be conducted by our lawyer Hicks Morley.

Letters Patent

The Renison Act of Incorporation (Letters Patent) were reviewed as we think into our relationship with the Anglican church. There is a light reference to the Anglican church in the Letters Patent that Renison can "*operate a post-secondary institution that advances learning...in a manner consistent with the traditions of the Anglican Church of Canada.*"

The Renison Bylaws introduced some self-imposed stipulations. The Bishop of the Diocese of Huron is our Visitor, the Board shall have a representative member from the Diocese of Niagara, and the Bishop of Huron (or their representative) shall also be a member of the Board. The bylaws also state that there must be a member of the Anglican church on the President Search Committee, and on the Chancellor Search Committee.

Strategic planning

Renison will move forward in the strategic planning process with leadership from the UW Equity office. Renison will hire an Assistant Director for 6 months to manage the process. This person will report to the Director of the Equity Office at UW, Anita Taylor. It is hoped the position will be filled within 6-8 weeks.

MOVED by Thomas Littlewood to accept the report of the President; **SECONDED by Joseph Olubobokun.**

CARRIED.

Board Orientation- Karen Spencer

A copy of the current Board Governance Policies and the Renison Bylaws were included in the package for reference. A PowerPoint with information about the Renison structure was shared. The Board is responsible for leading Renison towards achieving the goals of the Strategic Plan, and Renison staff (employees) handle the day

to day responsibilities. Through a “helicopter view”, the Board provides support but does not delve into daily operations. The Board makes decisions by majority.

A minimum of 6 Board meeting per year are required. Other colleges meet four or five times a year and the Renison Board normally meets eight to nine times a year. The frequency of meetings can be considered as the bylaws are reviewed.

The importance of Board members connecting through the President was emphasized. The President, who views Renison through an overarching lens should always be included in conversations. Any inquiries about the day to day operations of Renison should be brought to the whole Board for discussion.

Renison acronyms list

Included in the Board package was a list of commonly used Renison acronyms. The list was started by Yaacov Iland, reviewed by the Managing Directors Group, and finalized by Communications Manager Nancy Schnarr. The list will be updated and maintained in SharePoint and will be provided with all Board packages. Members were encouraged to report any acronyms or terms that have not been covered in the list.

Renison org chart- Wendy Fletcher

The org chart was reviewed. The President is the funnel to the Board of Governors. Renison operates on a shared power model. Members at the Senior leadership table (Managing Directors Group- MDG) receive information from the President, and MDG members make decisions together on management issues.

10. COMMITTEE UPDATES

a) Governance Committee- Thomas Littlewood

The committee has not met since the last Board meeting.

i. Chancellor Search Committee (CSC)- Thomas Littlewood

Candidates have been approached but the offer to consider the position was declined. Another candidate has been named and an initial meeting will be scheduled. It is hoped the new Chancellor will be confirmed in June.

ii. The President’s Search Committee (PSC)- Karen Spencer

The addition of one seat for a Board member on the PSC was requested to rebalance the membership following the addition of the new seat for an ELI Teacher staff representative.

MOVED by Brian Hendley to approve the addition of one Board member seat to the PSC to rebalance the membership following the addition of a second staff member seat; **SECONDED by Tracy Peressini.** **CARRIED.**

Following the full search process for a new President, the recommendation of the PSC will be presented to the Board for approval.

ACTION: A meeting of the President Search Committee (PSC) will be held virtually before the Fall. This will be a meeting to introduce new members and to discuss the RFP for a Search firm to assist in the process.

b) Finance & Audit Committee- Shumiao Wang

- i. The Reserve Fund sub-committee (Chaired by Ashton Romany) will work on a draft reserve fund policy to be presented to the Finance & Audit Committee and then the Board. The draft will be available for the June or possibly September meeting of the Board.
- ii. The Investment Sub-committee will meet again in the coming weeks.

c) RRRSC- Thomas Littlewood

The group will meet again May 1 to plan for the next steps forward.

11. GOVERNANCE POLICY OBSERVATION- Thomas Littlewood

No concerns noted.

12. OTHER BUSINESS

None.

13. IN-CAMERA SESSION

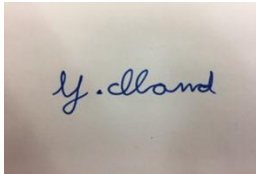
MOVED by Tracy Peressini to enter the in-camera session; SECONDED by Ryan Connell.

CARRIED.

14. ADJOURNMENT

MOVED by Tracy Peressini to adjourn the meeting; SECONDED by Jean Becker.

CARRIED.

A rectangular image showing a handwritten signature in blue ink on a light-colored background. The signature appears to be 'Y. Iland'.

Yaacov Iland
Secretary, Board of Governors