

## BOARD OF GOVERNORS

Wednesday, September 30, 2020 | Microsoft TEAMS Meeting | 6:00 p.m.

### MINUTES - OPEN SESSION – FINAL

**The minutes were approved at the Board of Governors meeting on November 18, 2020.**

**PRESENT:** Rob Case, Ryan Connell, Manfred Conrad (Chancellor), Wendy Fletcher (President), Matthew Griffin, Brian Hendley (Chair), Keith Hipel (Secretary), Vicky Ikeno, Yaacov Iland, Jane Karanassiou, Matthew Kieswetter, Peter Ringrose, Peter Roe, Ashton Romany (Treasurer), Karen Spencer (Vice-Chair), Liz Vitek, Hanqing Wu

**REGRETS:** Frances Tse

**GUESTS:** Kayla Blake (KPMG), Kofi Campbell, Megan Collings-Moore, Cort Egan, Kim Haley (KPMG), Yan Li, Melanie McKellar, Tanya Missere Mihas, Greg Parks, Mike Reed, Jim Robson

**RECORDER:** Lisa Kessig

**TERRITORIAL ACKNOWLEDGEMENT:** Renison University College acknowledges that we live and work on the traditional territory of the Attawandaron (Neutral), Anishinaabeg, and Haudenosaunee peoples. The University of Waterloo is situated on the Haldimand Tract, the land promised to the Six Nations that includes ten kilometers on each side of the Grand River.

1. **OPENING PRAYER**- Megan Collings-Moore

2. **REVIEW AND APPROVAL OF THE AGENDA**

**MOVED by Rob Case** to approve the agenda for September 30; **SECONDED by Ryan Connell.**

**CARRIED.**

3. **APPROVAL OF MINUTES**- August 26, 2020

**MOVED by Matthew Kieswetter** to approve the minutes of August 26, 2020; **SECONDED by Peter Ringrose.**

**CARRIED.**

**1 Abstention (Case).**

4. **BUSINESS ARISING**

None.

5. **DECLARATIONS OF CONFLICT OF INTEREST**

None.

6. **CHAIR'S REMARKS**- Brian Hendley

Brian welcomed members and thanked them for their participation in the meeting.

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

Members were welcomed to the first meeting of the Fall. Auditors from KPMG Kim Haley and Kayla Blake were introduced and invited to present the audit report and audit findings.

**Audit Review & Findings**- Kim Haley, KPMG

The Finance & Audit committee received a detailed review at the most recent meeting.

It was a very different year for the 2020 audit, but the work was completed with the assistance of technology and the audit is now closed. The audit approach focus was similar to past years with the additional work of analyzing the impact of the pandemic.

In Long Term debt it was confirmed that a 6-month deferral was granted for principal repayment on debt holdings. For the bank covenant Renison was offside but management worked with the bank a received a waiver relating to non-compliance. The debt will not be called before May 1, 2021.

Given Renison's current challenges, an analysis was done as to any issues of going concern. There were no audit differences that remain uncorrected and that weren't reflected in the financial statements.

A copy of the auditor's report confirms the clean, independent audit opinion in compliance with standards.

### Financial Statements

The assets and cash balance decreased significantly over the previous year.

The effect of COVID in collecting payments is seen in the decrease in balances. Long term debt change included a \$2.2M TD loan with accompanying repayments reflecting the new third floor addition. Employee future benefits in net assets has decreased from last year and is now at \$23.2M.

Revenue was down \$1.3M due to an administrative error on main campus involving BASE sections, a decrease in EMLS registration and ongoing impact from the government tuition rollback. Miscellaneous income was driven by \$470,000 in KDE Hub fund revenues. In expenses, salaries & benefit costs were less overall by \$1.409M.

New accounting standards did not have an impact on financial reporting.

The schedule of debt now includes \$2.2M in the current year and details include the deferrals. Debt repayment has been adjusted to reflect these changes.

The nature of the impact of the pandemic on Renison's operations and financial position is reflected in the financial statements.

**MOVED by Ashton Romany** to adopt the 2019/2020 financial statements as presented this year and express appreciation to Auditors Kim and Kayla. **SECONDED by Yaacov Iland.** **CARRIED.**

### **Forecast Budget**

Acting CFO Mike Reed provided the highlights. The Forecast budget amount of \$24.3M in revenues includes a 29% decline in revenue (\$7M) driven by residence and food services. The UW tuition holdback of \$1.630M is included in the revenue forecast. It is hoped that this amount will be received in March or April of 2021. Expenses have been decreased by 17% (\$4.9M). A small provision for layoffs has been included.

Wendy Fletcher noted that the Business Recovery Task Force, which meets approximately once a month is working on expense reduction and new proposals for revenue generation. A recovery plan should be ready by February. Currently there are 24 staff on layoff and the facility is essentially closed for the time being.

The deficit is not sustainable and cannot be repeated next year. Excluded from the Forecast are any possible government subsidies. The prepared forecast is a worst-case scenario. Gratitude to Mike, Brenda, and Jill for their work.

### **Confucius Institute Presentation— Yan Li**

Professor Yan Li shared a PowerPoint presentation and highlights of the long-time historical connection and contributions of the Confucius Institute at Renison.

Following the presentation Tanya Missere-Mihas informed that the Confucius Institute agreement needs to be renewed this year. The Confucius Institute has recently changed its structure and no longer runs as a government organization but is now run through a foundation of local businesses and charities. Partners work directly with a University partner. Our partner has been SISU. We would be eligible to apply for grant funding for projects we are interested in. This new structure is more like KSI or the Japan Foundation. Since 2015 the CI has

not be involved in any of our degree work. Renison has a positive long-time relationship and friendship with SISU. The valuable cultural work building bridges has benefitted faculty and staff over the years.

**MOVED by Rob Case** to support Renison proceeding to explore a relationship with SISU then providing a proposal to the Board; **SECONDED by** (no response). **MOTION FAILED.**

**MOVED by Karen Spencer** that Renison may proceed to work out the details of a new partnership with SISU in support of re-imagined CI work, with an annual report to the Board by the President; **SECONDED by Matthew Kieswetter.** **CARRIED.**  
**1 Abstention.**

Work has begun on the Anti-Racism task Force at Renison with leader Kathy Hogarth.

#### **RAAS Letter to the Board**

The request was made to be attentive to the importance of diversity regarding membership on the Board. Appreciation to RAAS for their letter. The community will work to learn together. Current nominations to the Board will be discussed in-camera.

#### **8. COMMITTEE UPDATES**

A Board appointee to Academic Council is needed. An individual with an academic background is preferred however there is no one available at this time. While exploring other options, Matthew Kieswetter expressed his interest in the role. The members were polled to see if anyone else was interested. No one came forward.

**MOVED by Peter Ringrose** to appoint Matthew Kieswetter as the Board representative to Academic Council for a 2-year term ending August 2023. **SECONDED by Keith Hipel.** **CARRIED.**  
**1 Abstention.**

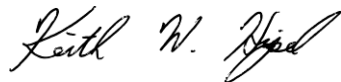
#### **9. GOVERNANCE POLICY OBSERVATION**

In Vice-Chair Karen Spencer's absence Peter Ringrose noted that the Board focused clearly while attending to the business at hand. There were no troubles with observance.

#### **10. ADJOURNMENT**

The meeting was adjourned by the Chair.

#### **11. NEXT MEETING: AGM- October 21, 2020**



Keith W. Hipel  
Secretary, Board of Governors