



## Board of Governors

### Minutes of the Thursday, April 13, 2023 Meeting

**Present:** Michael Pautler (Chair), Melissa Carvalhal, Roberta Cauchi-Santoro, Sinead Costello, Cynthia Davis, Andrew Deman, Melanie Garaffa\*, Anne Jamieson, Carol Ann MacGregor, Peter Meehan, Alan Rego, Bruce Rodrigues, Fr. Tim Uniac, Deron Waldock, Alayna Woodley, Mark Wendland

**Resources:** Saphron Moule, Executive Director, Finance and Administration; Karen Radcliffe, Director, Finance and Accounting; Katrina Kaczala, Recording Secretary

**Guests:** David Williams, Chair of the Department of English

**Regrets: Regrets:** David Williams, Chair of the Department of English

*\*Attended the meeting virtually using Zoom.*

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## OPEN SESSION

### 1. PRAYER & TERRITORIAL ACKNOWLEDGEMENT

M. Pautler provided an acknowledgement that St. Jerome's University and the University of Waterloo reside and operate on the traditional territory of the Attawandaron, Anishinaabeg, and Haudenosaunee peoples. The University is situated on the Haldimand Tract, the land Frederick Haldimand granted to the Haudenosaunee of the Six Nations of the Grand River in 1784 that includes 10 kilometers on both sides of the Grand River and extends from its source to Lake Erie.

The prayer was provided by M. Pautler.

### 2. CHAIR'S REMARKS

The Chair noted that the SJU Graduation Ceremony will be held on Sunday, June 11<sup>th</sup> and encouraged Members to attend.

It was noted that the Governance and Nominations Committee has created a development and assessment survey for Board Members to provide feedback to assist in improving the Board's processes, procedures, structures, etc. The Board will receive the survey to fill out in advance of the June Board meeting.

### 3. PRESIDENT'S REMARKS

The President reminded the Board of the ongoing call for nominations for the three University Awards: Fr. Norm Choate, C.R., Distinguished Alumni Achievement Award, Sr. Leon White, SSND, Early Alumni Excellence Award, and the Chancellor John R. and Kay Sweeney Award for Catholic Leadership. The President also drew Board Members' attention to the updated organizational chart that was included with the meeting materials to be used for future reference.

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**4. EQUITY, DIVERSITY AND INCLUSION INITIATIVE UPDATE**

**5. VICE PRESIDENT ACADEMIC AND DEAN'S REMARKS**

The VPAD reported that the Catholic Higher Education Reading Group held its first meeting and that the department of Sexuality, Marriage and Family Studies held a successful symposium with approximately 90 guests from across Canada in attendance.

A first draft of the Academic Plan has been completed and was sent to the University's employees to solicit feedback. Responses from the community will be collected and used towards a second draft.

**6. ACADEMIC DEPARTMENT SPOTLIGHT**

David Williams, Associate Professor and Chair of the SJU department of English, provided the Board with an overview of the various courses taught by the department, the reading series, and also referenced the new Creative and Professional Writing major that has been recently introduced.

*D. Williams left the meeting.*

*A. Woodley entered the meeting.*

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

No conflicts were declared. No additions or changes were made to the agenda.

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

**Moved:** A. Jamieson, **Seconded:** M. Carvalhal, **Carried.**

**Consent Agenda**

**8. MINUTES OF THE MARCH 2, 2023 BOARD OF GOVERNORS MEETING**

**9. COMPLIANCE WITH ORDINANCES OF EX CORDE ECCLESIAE UPDATES**

**10. 2023-2024 INSURANCE RENEWAL**

**11. 2023 AUDIT PLAN AND ENGAGEMENT LETTER**

**12. COMMITTEE CHAIR REPORTS**

**Motion:** To approve and receive for information by consent items 8 to 12 above.

**Moved:** D. Waldock, **Seconded:** A. Deman, **Carried.**

**Regular Agenda**

**13. Strategic Plan Progress Update**

P. Meehan provided the Board with an update on the University's progress towards completing its 2022-2027 Strategic Plan. The update focused on outcomes and developments that occurred since the last presentation to the Board in December 2022. Each priority was reviewed, and the key challenges and opportunities were highlighted.

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**14. Emeritus Policy**

P. Meehan and C. Davis provided the Board with a review of the new proposed Emeritus Policy, including an explanation of emeritus designations and the intention behind the creation of the policy. The Emeritus Policy was specifically developed to guide the procedure of granting past Presidents, Board Chairs, and Chancellors with an emeritus designation.

The Board sought clarification on the process and it was determined that the Governance and Nominations Committee would review individuals seeking this designation, determine if they meet the requirement of outstanding service, and would submit its recommendation to the Board for approval.

**Motion:** To approve the Emeritus Policy as presented.

Moved: C. Davis, Seconded: A. Woodley, Carried.

**15. 2023-2024 Proposed Operating and Capital Budgets**

M. Wendland provided an introduction and extended thanks to S. Moule, K. Radcliffe and the rest of the finance team for their work in developing the budgets.

S. Moule was invited to present the proposed 2022-2023 operating and capital budgets. S. Moule started by outlining 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. Administration is expecting an operating budget excess of \$2,000 for 2023-2024 with the University having close to 5.2 million in available reserves. It was noted that this excess marks a return to a budget surplus following the original deficit budget requested in 2020-2021 to assist in carrying the University through the COVID-19 pandemic.

The capital budget was also presented, which included projects completed in 2022-2023, projects in progress, projects delayed from 2021-2023 that are to be completed in 2023-2024 and 2023-2024 capital requests. It was noted that some projects currently in progress may carry over to 2023-2024 due to ongoing supply chain shortages and contractor constraints.

**Motion:** To approve the operating and capital budgets for the 2023-2024 fiscal year

Moved: M. Wendland, Seconded: D. Waldock, Carried.

**16. NEW BUSINESS**

There was no new business.

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

**Moved:** C. A. MacGregor, **Seconded:** M. Carvalhal, **Carried.**

*K. Radcliffe and S. Moule left the meeting.*

Following the adjournment of the confidential session, the Board reopened the open session to announce the results of the Board Chair, Chancellor and Committee Chair decisions into the public record.

M. Pautler was reappointed to the role of Chair of the Board for an additional 2-year term beginning July 1, 2023.

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B. Rodrigues was reappointed to the role of Chancellor of the University for an additional 4-year term beginning July 1, 2023.

D. Waldock was appointed to the role of Chair of the Finance and Audit Committee beginning July 1, 2023.

C. Chevalier was reappointed to the role of Chair of the Mission Committee for an additional 1-year term.

**Motion:** To adjourn the meeting.

**Moved:** C. Davis, **Seconded:** A. Rego, **Carried.**

April 13, 2023  
/kk

Michael Pautler  
Chair of the Board of Governors