



BOARD OF GOVERNORS
Minutes of Thursday, October 16, 2025 Meeting

Present: Deron Waldock (Board Chair), Melissa Carvalhal, Justin Heimpel*, Anne Jamieson, Carol Ann MacGregor, Peter Meehan, Tamara Nugent, Matthew Bondy, Bruce Rodrigues, John Michiels, Deron Waldock, Ayo Owodunni, Shannon Straus, Steven Bednarski*, Mike Braga, Alexie Tcheuyap, Fr. Tim Uniac, Tracy Liu

Resources: Karen Radcliffe, Director, Finance and Administration; Grace Nandi, Recording Secretary

Regrets: Melanie Garaffa, Norm Klassen, Peter Copeland

**Attended the meeting virtually using Zoom.*

OPEN SESSION

1. Prayer & Territorial Acknowledgement

D. Waldock 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 D. Waldock.

2. Chair's Remarks

The Chair welcomed all attendees to the meeting and extended a special welcome to Alexie, attending his first formal meeting with the Board after his appointment. The Chair informed members that Board meetings would be undertaking a different structure for the current year and encouraged members to suggest additional key topics for discussion during the meeting.

3. President's Remarks

P. Meehan provided the following updates:

- I. Gratitude to everyone who was able to participate in Part 1 and 2 of the Board Retreat. He also encouraged board members to continue sharing their thoughts and ideas, noting that the Retreat provided an important platform for reflection and collaboration in support of the ongoing work of the University.
- II. We continue to engage in different organizational reviews relevant to the operation of the university; budgeting for the year, reviewing goals and trying to understand what is essential in the University focusing on the current academic year.
- III. Our Lectures in Catholic Education (LCE) has begun its 43rd season with Colleen Dulle, speaking on her book *Struck Down, Not Destroyed*, her experience as a Vatican journalist covering some of the challenges in the church, while keeping her faith as a young Catholic journalist. Our next LCE is with Fr. Tim Uniac, a member of this board, who will be speaking about his new book, *Mary Magdalene: A Resurrection Disciple* on November 6, 2026.
- IV. The second cohort of our Certificate in Catholic Leadership has begun. CA. MacGregor will talk more about this in her updates.
- V. On October 8, 2025, we had our first meeting of the academic year with the Indigenous Advisory Circle at St. Jerome's. The University continues to advance the development of its

- Indigenous Strategic Plan and remains actively involved in various Indigenous initiatives, including participation in the National Day for Truth and Reconciliation, as part of ongoing efforts to strengthen relationships with the Indigenous community.
- VI. We have created a new body at the University called the Mission and Identity Forum. The forum aims to engage our faculty and staff in building upon previous initiatives to further deepen the community's commitment to and understanding of the University Mission of the university..
 - VII. On September 22nd to 24th, I went to Montreal to represent the Association of Catholic Colleges and Universities in Canada (ACCUC) at the Plenary Meetings of the Canadian Conference of Catholic Bishops (CCCB). This weekend I have been invited to presentation to the CCCB meeting of Lay Associations in Toronto..
 - VIII. I have been invited to represent the Catholic Universities in Canada at the Rome University Rectors' Conference, to be held in Rome from October 29 to November 2, 2025. The Conference will focus on the theme "*The University as a Force for Peace.*" Several sessions are scheduled, during which participants will engage in presentations and discussions in support of the theme, and the group will have an audience with the Pope.

4. Vice President Academic and Dean Remarks

The VPAD mentioned that we continue to thank our Professor Emeritus, Gabriel Niccoli, who continues to create opportunities in the international university community.

The VPAD reported on relevant items from her area, including:

- I. The CBC series *Ideas* has adapted last year's LCE from Prof. Galen Watts for broadcast later this week. Anyone can listen online.
- II. Recruitment for two key University roles has progressed since the last Board meeting. Armaan Dattani has been appointed as Manager of Outreach and Recruitment, a position that will now report directly to the VPAD.. The role of Registrar has been eliminated.. Armaan Dattani joins the University from McMaster University, where he oversaw several recruitment initiatives and events and was involved with EDI work. He is a national leader in EDI in the Ontario Registrar world. The other staffing update is that Melissa (Mel) Chaffe has been appointed as Director of Student Affairs, succeeding Clayton McCourt, who has re-joined Wilfrid Laurier University as Associate Dean of Students. Ms. Chaffe joins St. Jerome's University from Western University, where she most recently served as Associate Director, Residence Life, and brings valuable experience across various parts of the portfolio including service learning and advising. As part of the organizational review mentioned by P. Meehan, we are currently discerning next steps regarding the vacancy in the Communication portfolio.. . The biggest work we have regarding the re-organization of the Registrar's portfolio is engaging with a consultant about the SJU scholarship portfolio which has a number of identified deficiencies.
- III. Faculty of Arts re-organization: There will be two new schools in the Faculty of Arts - the School of Critical and Creative Humanities which includes the departments of English, Communication Arts, Fine Arts, French, German and Slavic Studies and Spanish, and the School of Social Political and Historical Research which includes departments of Anthropology, History, Philosophy, Political Science, Sociology and Legal Studies and Religious Studies.
- IV. We continue to work on our Academic plan, which was scheduled to end in 2026. The Steering Committee has recommended continuous work into the new year. One of the major initiatives in the Academic plan was the creation of Micro-credentials. Our largest new micro credential is the Certificate in Catholic Leadership. There are 29 people registered in the second cohort of the program.. One other is a program offered last summer by Sexualities, Relationships and Families and we are assessing whether a second offering is warranted.

- V. St. Jerome’s Retirement incentive plan was introduced to match an offer made to faculty at the University of Waterloo. The University of Waterloo had indicated to eligible faculty the option of reducing work to 50% and being paid 70% of their salary and maintaining 100% of Pension contribution with a firm retirement date within three years.. Five faculty at St. Jerome’s have taken this offer.
- VI. Equity Agreement target and delivery data were shared. St. Jerome’s has achieved almost 98% of its EA goal.

5. Agenda Review, Declare Conflicts, Additions, Changes

There were no conflicts to declare on the agenda.

A. Jamieson requested moving agenda item no. 9 on Committee Charter revisions from the consent agenda to regular agenda as agenda item no. 10.

M. Bondy had an item to be added under new business.

Motion: To approve the agenda with the amendments.

Moved: A. Jamieson, **Seconded:** T. Nugent, **Carried**

Consent Agenda

- 6. Minutes of the June 19, 2025 Board of Governors Meeting**
- 7. Board & Committee Work Plans**
- 8. 2025-26 Board Member Tenure Chart, Self-Assessment Skill Matrix Summary**
- 10. Committee Chair Reports/Updates**

Motion: To approve and receive for information by consent items 6 to 9 above.

Moved: T. Nugent, **Seconded:** D. Waldock, **Carried**

Regular Agenda

9. Committee Charter Revisions

[Secretary’s note: agenda item 9 was listed within the consent agenda. It was requested on the floor that it be removed and placed under the regular agenda for discussion.]

The Board Chair noted that the Governance and Nomination Committee is still undergoing thorough review of the workplan and policies, hence, no discussions will be focusing on the committee in today’s meeting.

Following a review of the Governance and Nomination Charter on Responsibilities and Authority — specifically the clause stating that “upon request, provide or receive advice from other committees or bodies on matters under their consideration which may have an impact on governance” — A. Jamieson queried how, specifically the Mission Committee, could further support the policy development and ideas that inform the work of the Governance Committee, and how such requests could be initiated. The Board Chair clarified that such requests may be initiated either by the Board Chair and/or by the Chair of the Governance Committee.

P. Meehan noted that the charters and work plans for the Executive, Governance and Nomination, and Advancement Committees are being reviewed at the Executive and will be brought back to

the full Board for consideration and approval. He added that significant changes are not anticipated for the Mission Committee but welcomed any comments that may arise.

Motion: That the Board table the charters for internally within the committees for review and revisions and subsequently present the updated versions to the Board for approval.

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

11. Policy Respecting Business of the University, including Banking and Financial Transactions

M. Braga mentioned that the policy is reviewed every year. This is done after audit, and it is essentially responsible for the contracts and agreements that St. Jerome's partakes in.

The one change that is being removed is the role of the EDFA which does not exist anymore.

M. Braga added that we are increasing materiality based on the financials, 6% of the revenue, equivalent to 100k to 120k materiality threshold for contract.

Motion: To recommend that the Board approve the policy respecting business of the University including banking and financial transactions as amended by the Finance and Audit Committee as of September 10, 2025.

Moved: M. Braga, **Seconded:** CA. MacGregor, **Carried.**

12. Auditor's Report and Audited Financial Statements, Year ended April 30, 2025

M. Braga mentioned that the audit was conducted and completed successfully and continued to thank K. Radcliffe and her team for the wonderful job done. He invited K. Radcliffe to share more on the audit.

K. Radcliffe mentioned that:

The purpose of an external audit is to provide an independent and objective opinion that the financial statements are accurate, complete and compliant. Our external auditors, MNP, confirmed that they are independent from St. Jerome's and that their audit is conducted using the Canadian standards. MNP presented their findings to the Finance and Audit Committee to be as follows:

- MNP found that we consistently and appropriately apply Canadian accounting standards for not-for-profits.
- They did not find any non-compliance with laws and regulations.
- They found no incidents of fraud or suspected fraud.

The auditor's opinion is that the statements present the University's financial position as of April 30, 2025.

Statement of Financial Position – page 64

- Cash increased due to the gift St. Jerome's received.
- Investments: increase in unrealized gains
- Last year the loan matured July 2024, so it was recorded as a current liability. With the renewal, the loan as shown with the current portion and long-term portion payable.

Statement of Operations – page 65

- Ancillary revenue increased from 2024-25 due to the residence fee increase. Also, the new Louis Hall graduate suite rentals.
- The donations revenue increased from 2024-2025 due to the state donation of \$2.3M that was

received as a gift.

- Other income includes the new Certificate in Catholic Leadership.
- Expenses: consistent
 - Externally contracted services went down due to the savings such as custodial contract

Motion: To recommend that the Board approve the Auditor's report and Audited Financial Statements for the year ended April 30, 2025.

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

13. Financial Update and Forecast

K. Radcliffe provided the following Financial updates as of August 31, 2025:

- Our ancillary revenues are higher than our budget because Spring occupancy was higher than we had anticipated.
- The other income revenue includes the Certificate of Catholic Leadership program, which had initially been excluded from the budget. It is now active, accounting for the additional revenue.
- Operating Expenses have increased slightly due to unforeseen costs, including necessary repairs to the freezer during the Spring term.

Motion: To recommend that the Board approve the Financial Update and Forecast as information.

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

14. New Business

There were two new items to be discussed:

A. M. Bondy provided the following updates on Advancement Committee:

- I. He thanked M. Carvalho and her team, P. Meehan and D. Waldock, for their support in providing advice and ideas.
- II. We've had expressions of interest from S. Bednarski and P. Copeland to help participate in the work that has been planned.
- III. Later in Fall, we are looking to have a call for all interested board members to join us virtually for an hour to discuss the advancement issues of the board and identify names and network opportunities that create opportunities for advancement.
- IV. We have reviewed the board policies and checked out what is applicable to Advancement Committee and are currently in the process of cleaning out the Committee Charter which will be ready in the next board meeting.

B. The Board Chair asked the members to review and receive for information the board handbook which was shared as part of the board package.

Motion: To rise from the Open session of the meeting to the Confidential session.

Moved: A. Owodunni, **Seconded:** M. Carvalho, **Carried.**

Motion: To adjourn the meeting.

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

October 16, 2025
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Deron Waldock
Chair of the Board of Governors