



MINUTES OF THE MEETING OF THE BOARD OF REGENTS

**Held on Tuesday, May 16, 2023 at 9:00 a.m. (Atlantic)
Windsor Grand Room, Windsor Hall and via MS Teams**

Attendees: George Cooper (Chair), Gita Anand, Sarah Crawford (Teams), Paul Henry (Teams), Cheryl Hodder, Michael Gibbens (Teams), Lynn Loewen, Zac McIsaac, Rohin Minocha-Mckenney, Dale Noseworthy, Daniel Nowlan, Martine Savoie (Teams), Dave Shastri (Teams), Brent Spencer (Teams), Phil Tibbo, Christina Vroom, Andrew Wilson, Peter Winters (Teams) and Lisa Yarmoshuk.

Guests: Jeff Hennessy (in part), Robert Inglis, Courtney Pringle-Carver, Anne Comfort, Chris Milner (in part), Spencer Scott, Heather Bembridge and Colleen Keyes (secretariat support).

Regrets: Jean-Paul Boudreau, Suhjung Chen and Vett Lloyd.

| Item | Topic | Summary of Discussion | Decision |
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| 1. | Call to Order | <p>Quorum being present, the Chair called the meeting to order at 9:00 a.m.</p> <p>The Chair welcomed Spencer Scott, incoming MASU representative, who will join the Board as a Regent in June.</p> | |
| | a. Territorial Acknowledgment | The Chair acknowledged that Mount Allison is located within the traditional territory of Mi'kma'ki, the unceded ancestral homelands of the Mi'kmaq. | |
| | b. Approval of Agenda | The agenda was approved as circulated. | Motion carried. |
| 2. | Consent Agenda | | |
| | a. Approval of Consent Agenda | <p>The consent agenda was approved, thereby approving:</p> <ul style="list-style-type: none"> the minutes of the meeting of the Board meeting of February 3, 2023, subject to a correction to note that the meeting adjourned on February 3, 2023, resuming on February 5, 2023 and then being finally adjourned on that date; and Reports from the Academic Affairs Committee, Audit Committee, Finance | Motion carried. |

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| | | <p>and Administration Committee, Executive Committee, Investment Committee, Property and Facilities Committee, Student Affairs Committee and University Advancement Committee.</p> <p>A question was posed in respect of the Report of the Academic Affairs Committee as to the quality of engagement and participation in the consultation sessions on the HIL Project. Jeff Hennessy responded that there have been a number of in-person sessions held and an on-line survey, led by Rachel Rubin and Kris Kierstead. There has been a great level of engagement and buy-in, with a focus on understanding stakeholders' needs while rescoping the project to bring it within budget.</p> | |
| 3. | Issues Agenda | | |
| | Strategy / Planning | | |
| 4. | <p>Nominating and Governance Committee Report</p> | <p>Lynn Loewen commented on the success of the Convocation ceremonies and events, including the Chancellor's Dinner. She noted the benefits of Regents being on campus and engaging with students and the other members of the University community.</p> <p>Ms. Loewen extended thanks to Gita Anand and Cheryl Hodder for providing the citations for Hillary Pearson and Deborah Lyons, two of the honorary degree recipients.</p> <p>Ms. Loewen remarked that governance work remains on-going to address feedback received from Regents with a focus on improving efficiency and ensuring continued fulsome discussion.</p> <p>She encouraged all Regents to take the time to complete the Board evaluation survey to be circulated within the week.</p> <p>Ms. Loewen noted that the Board Evaluation will remain focused on evaluating the Board's performance as a</p> | |

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| | | <p>whole and will not include specific questions on the performance of the Board Chair. The intent is to have a further year working under the new Committee mandates and enhanced governance practices before implementing a more formalized evaluation of the Chair as part of the annual Board evaluation.</p> <p>Notwithstanding that the evaluation will not have questions specifically referencing the Board Chair, Ms. Loewen welcomed Regents to contact her to share feedback on the Board Chair, if they wish to do so.</p> <p>Ms. Loewen advised that a voluntary self-identification questionnaire, in-keeping with the University’s commitment to equity, diversity, and inclusion, will be circulated with the Board evaluation. Completion of this survey will be voluntary.</p> <p>Ms. Loewen advised that, in the absence of a permanent President participating in Board meetings as a Regent, the Vice-Presidents have been asked to participate in interviews that Colleen Keyes will conduct to share feedback as to how Committees and the Board are functioning. Feedback will be reported in the Fall.</p> <p>Another Board orientation session will be held within the next few weeks for the new student Regents together with any Regent who did not have the chance to participate in the orientation session in January.</p> <p>Ms. Loewen directed Regents to the discussion document in the Board package outlining the proposed dates for, and approach to, Board of Regents’ meetings in 2024 and 2025, including sessions related to professional development, strategic planning and orientation. She noted the expectation that Regents will commit to attend the May meeting in-person on campus. She</p> | |
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| | | <p>noted as well the intention to introduce a virtual update call in August, focused on reporting on enrolment and the status of major projects.</p> <p>The Fall meeting will be moved to November and Regents are asked to try to make it to campus for that meeting as well, which will be the annual open meeting. The strategic session will be held in October.</p> <p>Annual professional development sessions will be held in January. The upcoming session in 2024 will focus on fiduciary responsibility and Hillary Pearson will be invited to present, if her schedule will allow.</p> <p>Jeff Hennessy indicated that it would be beneficial, given upcoming bargaining, for Regents to have a session focused on faculty / labour relations.</p> <p>It was noted that it would be helpful for materials to be shared well in advance of the August meeting.</p> <p>The duration of future strategic sessions was discussed, noting that sufficient time should be allocated, reflective of the importance of strategic planning.</p> <p>Ms. Loewen confirmed that Management will be asked to plan the strategic session and to ensure that adequate time is scheduled once the agenda is established.</p> | |
| 5. | Fiscal 2024 Budget | <p>Paul Henry confirmed that there was a fulsome review and discussion of the draft 2023-24 budget at the meeting of the Finance and Administration Committees on May 2, 2023 and the Executive Committee on May 8, 2023.</p> <p>Mr. Henry remarked that:</p> <ul style="list-style-type: none"> • Thanks are extended to Cabinet, who worked collaboratively as a team in finalizing and presenting budget. | |

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| | | <ul style="list-style-type: none"> • There is discomfort as to the long-term sustainability of deficit budgeting and an acknowledgement that there needs to be a plan to get to a balanced budget. • The budget is being recommended on the understanding that Management will develop a strategy to present to the Board in the Fall of 2023 to get to a cash breakeven budget within two cycles. <p>Jeff Hennessy provided some remarks, noting:</p> <ul style="list-style-type: none"> • It is a challenging time to be budgeting. • The University grant is not keeping pace with inflation. • Management has budgeted student enrolment conservatively. • To date, applications are up 20% over last year; however, housing deposits and New Brunswick applications are lower than normal. • Budgeting for enrolment is challenging because last year's conversion was so out of norm. | |
| | <p>a. Presentation of the University's Operating, Ancillary, Special Programs and Enrollment Fund Budgets</p> | <p>Robert Inglis reviewed the Fiscal 2023 - 2024 Budget, outlining:</p> <ul style="list-style-type: none"> • the approvals being sought regarding the general operating, ancillary, special program and endowment funds' budgets; • the timeline and activities undertaken in the budget process from November to May; and • the fiscal context applied to the budget; and • the economic factors impacting the budgets, including high inflation, high interest rates and the difficult market to attract and retain talent. <p>He noted that the University's fiscal situation is eroding and unsustainable in the medium and long-term but that it has</p> | |

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| | | <p>not yet reached a critical point. Management is focused on addressing the situation so that the University does not reach a critical point.</p> <p>The University must focus on smart, thoughtful cost containment and revenue growth that is not related only to increased enrolment.</p> <p>The key financial drivers related Operating Budget in past years were reviewed, including:</p> <ul style="list-style-type: none"> • enrolment, which has not changed in four years; • financial aid, which has increased significantly but which has not resulted in more students or improved retention; • increases in positions (new positions and positions formerly funded by special or non-operating funds), of which there are no net new positions for this year; • operating fund support of University Advancement; • interest income (non-endowments); and • inflation. <p>Mr. Inglis reviewed the course enrolment and the differentiation between total course enrolment and enrolment excluding Aviation receiving a number of questions from Regents as to the data underlying the trends presented.</p> <p>Management is focused on improving the conversion rate of applications to enrolments, in particular in light of the conversion rate experience of last year.</p> <p>Courtney Pringle Carver provided an overview of the work undertaken through Higher Education Strategy Associates (HESA).</p> <p>She confirmed that the revised report has been received and remains under review.</p> | |
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| | | <p>There is an Executive Summary which can be made available.</p> <p>Key Observations from HESA's report include:</p> <ul style="list-style-type: none"> • Recommending re-evaluation of academic offerings; • A strategic enrolment plan is needed given the geographies and demographics that are softening; • Increased resources including recruitment and marketing, are needed; • 3% difference in conversion over previous year, had a significant financial impact • Reasons reported by students as to why they did not come, included (1) academic offerings and (2) the rural setting of the campus; • Opportunity lies in finding ways to effectively market the University's small community environment; • Those who did apply and come, indicated that the University's reputation was among the key reasons. <p>The challenge with the report is that it has not told Management anything that they did not know. There are no new findings. 3% was not markedly different but it was different enough to have had a financial impact.</p> <p>Academic offerings connected to career, should be an area of focus as that is what the students of today are looking for.</p> | |
| | <p>b. Draft Budget 2023 - 2024</p> | <p>Mr. Inglis provided an overview of the operating budget noting:</p> <ul style="list-style-type: none"> • The budget takes a conservative approach and assumes total enrolment of 2229 students (with an entering class of 700 students). • Budget highlights include: | |

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| | | <ul style="list-style-type: none"> ➤ A deficit of \$1.975 million (or \$1.025 million without internal loans); ➤ 3% increase in tuition, consistent with tuition increases anticipated at other Atlantic Canadian universities; ➤ 2% increase in the government grant (additional grant may be available if enrolment grows, but this is not budgeted); ➤ \$600,000 increase in interest revenue; ➤ Increase in student fees for technology and fitness centre; ➤ Change in Aviation tuition from 70% to 75% of regular tuition (with current students continuing to pay 70% for the remainder of their degree); ➤ Wage increases based on collective agreements, with bargaining to occur with faculty in 2024; ➤ Utilities increased by \$279,000 due to price increases; ➤ Financial aid support reduced by \$273,000 (due to a reduction in the NB tuition discount and lowered entering class target); ➤ \$125,000 one-time President search cost; and ➤ \$1.967 million deficit (without internal loans) which equates to a \$1.017 million deficit (without \$950,000 in internal loans). <p>Mr. Inglis noted an opportunity to increase the base government grant, if enrolment can be increased. He explained that if enrolment increases by 2% (49 new students), the grant will increase by \$300,000. This would be an increase to the base grant which would carry forward, with no mechanism for the base to be reset or decreased in the future. This increase would be pro-rated for growth less than 2%.</p> <p>Mr. Inglis further noted:</p> <ul style="list-style-type: none"> • The operating budget includes funding for two initiatives targeted at | |
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| | | <p>enrolment: (1) \$100,000 to drive measurable efforts in digital marketing and branding; and (2) improvements in CRM to be made in fiscal 2024, funded in part by a PETL grant, with anticipated impact in 2024/25.</p> <ul style="list-style-type: none"> • Both initiatives are measurable and have calculations supporting them. <p>The pro forma impacts of these two initiatives were presented, together with the related assumptions.</p> <p>Mr. Inglis then reviewed the Ancillary Budget (Residences), noting:</p> <ul style="list-style-type: none"> • The budget is based on 889 beds. • Residence fees will increase by 6% to 11%. • The range arises as a result of inputs received from MASU. • Dining fees will increase by 8.5%. • Despite these increases, the University's rates will still be comparable, if not still lower, than those of other comparable Atlantic Canadian universities. • The Residence budget is impacted by inflation and increases in food costs. <p>Exceptions to the Budget Development Policy were drawn to the attention of the Board, including that the draft operating budget has a cash deficit (before loan repayments) of \$1.017 million and a deficit of \$1.967 million (after loan repayments). Mr. Inglis confirmed these were reported to the Finance and Administration Committee.</p> <p>Regents asked questions about conversion rate indicators, course enrolment versus student enrolment correlations and budget assumptions.</p> <p>On response to a question on to whether the entering class number is conservative enough, Chris Milner confirmed that Management used the 2022-23 conversion rate.</p> | |
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| | | <p>On motion by Paul Henry, seconded by Dan Nowlan:</p> <p>BE IT RESOLVED that the draft budget for the 2024 fiscal year, with exceptions to principles ii, iv, vii, viii and ix of the Budget Development Principles and Guideline policy, as recommended by the Finance and Administration and Executive committees, subject to Management's commitment to providing the Finance and Administration Committee, by October 30, 2023, with a 2-year plan to achieve a breakeven budget (without internal loans), be approved.</p> | Motion Carried. |
| Oversight | | | |
| 6. | Report from President's Cabinet | A written Cabinet Report was included in the materials circulated to the Board of Regents in advance of the meeting and was taken as read, with Regents invited to raise any questions as to any of the Vice President's reports. | |
| | a. Update from the Chief Transition Officer | <p>Jeff Hennessy updated the Board as to the following recent appointments:</p> <ul style="list-style-type: none"> • Dr. Andrea Beverley has been appointed Acting Dean of Arts, to replace Vicki St. Pierre who will assume the role of Acting Provost and Vice-President, Academic and Research • Dr. Jennifer Tomes, Dean of Science has been appointed Acting Dean of Social Science and Business. <p>Dr. Hennessy thanked his Cabinet colleagues for their assistance in the transition process.</p> | |
| | b. Questions to the Vice-President, University Advancement | Questions were posed as to how the University can better promote its brand, and as to the recommendations to be implemented arising from the HESA report. | |

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| | | <p>Courtney Pringle Carver commented that HESA is not suggesting dramatic changes to academic programming, rather the introduction of few key select programs.</p> <p>It was noted that the HESA data has been collected directly from students who applied and did not ultimately attend Mount Allison and, therefore, the University has to evaluate and weigh that information.</p> <p>Jeff Hennessy confirmed the need to ask: "What is Liberal Arts at Mount Allison, and are we all on the same page about that?"</p> <p>He noted that a new Foundation program will be implemented in the Fall; however, it is not being offered to Science students because it does not work with their mandatory course load. This is an example where current course structures may need to be re-examined, in an effort to expand and promote liberal arts offerings.</p> | |
| | <p>c. Questions to the Vice-President, International and Student Affairs</p> | <p>The timeline for the development of the procedures under the Sexual Violence Policy was discussed.</p> <p>Anne Comfort confirmed that the procedures for students have been in place since November 2020.</p> <p>Employee procedures are anticipated to be in place by the end of summer. The Department of People and Culture has drafted a set of procedures for employees which are under review.</p> <p>The procedures for employees (whether as complainants or respondents) need to be contextualized because most employees are unionized, and the collective agreements need to be considered.</p> <p>It was noted that metrics will be monitored, measured and reported but</p> | |

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| | | that care needs to be taken around reporting of demographics to ensure privacy. Given the small community, reporting certain demographics might reveal the identities of those involved. | |
| | d. Questions to the Provost and Vice-President, Academic and Research | <p>In response to a question as to the status of the HIL project and the re-scoping work undertaken to date, Dr. Hennessy provided the following update:</p> <ul style="list-style-type: none"> • There is a steering committee led by Dr. Rachel Rubin and Kris Kierstead; • The focus is on concept at this stage; • The focus is on maximized, high-use of space; • Donors want to see money used for the purpose to which they donated; • The RP Bell Library is dear to University community; and • The Hub for Innovation and Learning is intended to be an active, contemporary space | |
| | e. Questions to the Vice-President, Finance and Administration | <p>In response to a question regarding the receipt of Government funds committed to the HIL Project, Robert Inglis confirmed that:</p> <ul style="list-style-type: none"> • the \$10 million Provincial funding has been received and invested in GICs; • the Federal funds have not yet been received. They are governed by an RDC Agreement which is not yet executed. It is anticipated that the agreement will be signed this summer and that it will include a timeline for advances. | |
| 7. | Report from the Human Resources Committee – Update on the Presidential Search Process | <p>Jeff Hennessy excused himself from the meeting for this agenda item.</p> <p>Peter Winter provided the following update on the Presidential search process, on behalf of the Human Resources Committee:</p> <ul style="list-style-type: none"> • The Executive Committee has been updated at recent meetings. | |

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| | | <ul style="list-style-type: none"> • An RFP process was launched, with the approval of the Executive Committee, and closed on May 10, 2023. • Responses were received from 11 firms. • It is proposed that the Human Resources Committee work with Robert Inglis and his team, and Sabine Beisser, Director People and Culture, to evaluate the proposals received and to develop a short list of firms to be interviewed. • Once selected, the search firm will focus on developing the ideal candidate profile and then attracting excellent candidates. • The composition of the nine-person search committee from the last search in 2018 was reviewed: Chancellor, Regents (3), Faculty (2), Staff (1), MASU (1) and Alumni (1). • A Gantt chart has been developed internally but the intention is to rely on the selected search firm to guide the development of the timeline. • There are a number of searches ongoing in Atlantic Canada. <p>Mr. Winters outlined the Human Resources Committee's recommendations</p> <p>Recommendation #1 – Search Firm Selection Committee</p> <p>It is recommended that the committee to select the search firm be comprised of the four members of the Human Resources Committee together with Sabine Beisser.</p> <p>Recommendation #2 – Presidential Search Committee Composition</p> <p>It is recommended that the Presidential Search Committee be comprised as follows:</p> <p>Cheryl Hodder (Chair)</p> | |
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| | | <p>Paul Henry Gita Anand Brent Hawkes Faculty (2) Staff (1) Student (1) Alumni (1)</p> <p>George Cooper and Peters Winters both complete their terms as Regents and so it is proposed that they not participate.</p> <p>It was acknowledged that Brent Hawkes is not technically a Regent today; however, the hope is that he will return to the Board shortly. In any event, he brings a unique perspective, and it is recognized that his input and insight would be valuable.</p> <p>Lynn Loewen departed the meeting at 12:00 pm.</p> <p>Robert Inglis confirmed the processes employed in 2018 to fill the faculty and staff positions on the selection committee. Faculty and staff representatives were appointed to the committee through election processes that involved calls for nomination and an election process. Those processes took 3 or 4 weeks, due to paper ballots. It is expected that the voting process can be expedited now that voting can occur electronically.</p> <p>The Alumni representative was selected following a conversation by the Chair with the Chair of the Alumni board. Similarly, the Board Chair discussed student representative selection with MASU and the incoming MASU President was selected to serve on the Committee.</p> <p>In response to a question at to the anticipated points of engagement between the Presidential Selection Committee and the wider Board, Cheryl Hodder noted that wide and broad consultation is anticipated. Regents will be encouraged to provide comments and</p> | |
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| | | <p>to be candid in the expression of their views. She indicated that she anticipates that there will be transparency with hopefully a robust but expedited process.</p> <p>It was noted that consultation with students during the summer will be challenging as modes of soliciting input during the school year are not as effective during the summer months.</p> <p>The size of the proposed committee was discussed.</p> <p>On motion by Peter Winters seconded by Dan Nowlan:</p> <p>BE IT RESOLVED that the two recommendations of the Human Resources Committee be approved.</p> <p>Jeff Hennessy rejoined the meeting.</p> | <p>Motion Carried, with Cheryl Hodder, Paul Henry and Gita Anand, abstaining.</p> |
| 8. | Other Business | <p>Rohin Minocha-Mckenney noted that this would be his last meeting and extended his thanks to the Board.</p> <p>George Cooper extended his thanks to Rohin and the other student Regents for their contributions and insights and wished them well in their future endeavors on behalf of the Board.</p> | |
| 9. | In Camera | <p>The Board moved <i>in camera</i> at 12:05 p.m.</p> | |
| 10. | Adjournment | <p>The meeting was adjourned at 12:50 p.m.</p> | <p>Motion carried.</p> |

Respectfully submitted,

Colleen Keyes
Recording Secretary