

NIPISSING UNIVERSITY
BOARD OF GOVERNORS MEETING

OPEN SESSION

December 3, 2022

The Open Session of the regular Board of Governors meeting was held on Saturday, December 3, 2022, at 9:00 a.m. at the Nipissing University Student Union Student Centre (221 College Drive).

Members Present: Marianne Berube, Board Chair

Veronica Afonso
Patti Carr
Wenda Caswell
Fran Couchie
John D'Agostino
Stacie Fiddler
Cindy Karugia
Jamie Lowery
Jamie Murton
Jonathan Muterera
Jamie Murton
Harikesh Panchal
Judy Smith
Maurice Switzer
Montana Taylor
Kevin Wamsley
Kathy Wilcox

Regrets:

Paul Cook
Judy Koziol
Alisher Mansurov
Bobby Ray
Jeff Scott
Joe Sinicrope
Dave Smits
Lisa Snider

Invited Guests:

Cheryl Sutton
Carole Richardson
Renee Hacquard
Abby Blaszczyk
Cheryl Zimba

Observers:

Preston English (NUSU)
Riley McEntee (NUSU)
Leah Symington
Heather Hersemeyer

Recording Secretary: Maggie Horsfield (Executive Assistant, President's Office)

1. Call to Order/Land Acknowledgment

The meeting was called to order at 9:00 a.m. The Board Chair offered a traditional land acknowledgement.

2. Declaration of Conflict of Interest

The Board Chair called for conflicts of interest concerning any of the agenda items; no such declarations were made.

3. Use of Recording and/or Broadcasting Devices

The Board Chair reminded everyone that only pre-approved methods of recording and/or broadcasting devices may be used during the meeting. Disseminating any information during the meeting is prohibited.

4. Consent Agenda

The following items were included on the consent agenda:

- i. For Adoption
 - a) Minutes of the September 29, 2022, Board of Governors Meeting (Open Session);
- ii. For Information Only
 - a) Minutes from Meetings of the Board's Standing Committees
 1. University Governance Committee – Minutes from October 24, 2022;
 2. Audit & Finance Committee – Minutes from October 24, 2022;
 3. Community Relations Committee – Minutes from October 24, 2022;
 4. Fundraising Committee – Minutes from October 24, 2022; and
 5. Plant & Property Committee – Minutes from October 24, 2022.
 - b) Reports from Other Committees/Bodies
 1. Nipissing University Alumni Advisory Board (NUAAB)
 2. Nipissing University Indigenous Council on Education (NUICE)

Resolution 2022-12-01: ***That the items included “for adoption” on the December 3, 2022, consent agenda for the Open Session of the Board of Governors meeting be approved as circulated, while the items included on the consent agenda “for information only” be received.***

*Moved by Patti Carr; seconded by Kathy Wilcox.
Carried.*

5. Adoption of the Regular Agenda

Resolution 2022-12-02: ***That the Board of Governors adopt the December 3, 2022, Open Session regular agenda as circulated.***

*Moved by Judy Smith; seconded by Fran Couchie.
Carried.*

6. Chair's Remarks

The Chair welcomed members to the December Board meeting and Annual Board Retreat and extended introductions to new Board members Dr. Jonathan Muterera, Wenda Caswell and Councillor Jamie Lowery. She spoke to a successful Homecoming weekend and thanked those members of the organizing team while also recognizing Board member Stacie Fiddler, recipient of the Distinguished Alumni Award at the 2022 Alumni Awards. Following the release of the Auditor General of Ontario (AGO) report on Financial Management at Ontario Universities within the 2022 Annual Report, the Board Chair noted the report provides positive guidance to the parameters of financial matters and governance. She highlighted the importance of ongoing training and skill-building. Finally, the Chair thanked those who donated on Giving Tuesday and encouraged members to consider supporting the campaign before year-end.

7. Chancellor's Remarks

No Remarks.

8. President's Remarks

Considering the release of the Auditor General's Annual Report on December 1st, the President began by thanking the Vice-President, Finance and Administration and her team for the extensive work undertaken with the audit process over the last four months. In general, the Audit report, which data sets include endpoints of fiscal 2021, did not include any recommendations that were unexpected. The University will host an informational session on Monday, December 5 for all faculty, staff and students to provide an opportunity to learn more about the recommendations laid out in the AGO report and to offer a channel to address any questions. This session will provide a clear understanding of the financial status of the university following negative media reports which focused on the 'high risk' financial status as opposed to the determination that the University is currently financially sustainable. The President summarized that our capital expansion and long-term debt do not represent the foundation of our finances; we have not broken rules around financial compensation for senior administrators; and we have a strong working relationship with our faculty union and continue to work together to address financial issues. In short, the financial risks pertain specifically in the failure to balance budgets over the past nine years and, as a result, a need to draw down on reserves to accommodate the shortfall. A sustainable university must balance its budgets and must ensure appropriate financial reserves to protect it in the future.

Following President Wamsley's remarks, the Vice-President, Finance and Administration was invited to provide an overview of the recommendations which identify areas of improvement. She

reiterated the commitment of the University to act upon these recommendations as soon as possible, recognizing the limitations currently present with staffing. Several operational changes have already been initiated, such as board financial and operational reporting, program review, planning, development operationalization of alternative revenue streams, and an increased focus on international recruitment.

The VPFA spoke to value-for-money audits conducted each year on a variety of topics and entities. The audits are independent, objective, and systematic assessments of how ministries and entities are managing activities, responsibilities and resources. Algoma, Nipissing, Ontario Tech and the University of Windsor were selected to participate as the universities that performed below the 2020/21 provincial average in four of seven financial health indicators established by the Ministry of Colleges and Universities, as well as being small to medium-sized institutions for comparative purposes.

The conclusive findings of the audit noted that while all four universities were in a positive financial position at the time of the audit, some issues if left unaddressed, such as weaknesses in universities' financial management practices could put the future financial sustainability of the institutions at risk. Additionally, the impact of the domestic tuition reduction and freeze has resulted in universities increasing their focus on international student tuition, which has inherent risks. The effectiveness of governance practices at all the universities could be improved as it was determined that the Boards are too large and members of the Board did not possess critical competencies required to provide effective governance. Finally, the Ministry has not established a formal process that fully utilizes information that it collects on the financial health indicators to monitor the financial condition of universities each year. The Ministry also does not have the legislated authority to intervene in the operation of publicly assisted universities, even if aware of a university's poor or worsening financial condition.

The AVP, Finance & Infrastructure presented the definitions and calculations of the eight financial ratios as per the Ministry's Financial Accountability framework, communicated to universities in mid-November. While many of the ratios are currently presented annually to the Audit & Finance Committee, the framework presents explicit targets to work towards with continued advocacy and sustainability planning.

Following the presentation, which is appended to these minutes for information, questions and comments were welcomed. Clarification around restricted and unrestricted funds was provided. The Board was encouraged to reflect on the presentation and provide feedback on the information provided. An additional request was made to focus on scenario planning as well as clearly communicating the solutions and efforts the university has committed to for transparency's sake. The Board Chair and President committed to additional scenario planning at the Board Committee level.

9. Vice-Presidents' Remarks

The Provost and Vice-President, Academic & Research (PVPAR) (Interim) submitted a correction to the distributed report, noting that the 'agreement with BioEnterprise, Canada's Food & Agri-Tech Engine,' has not yet been signed but is expected to be formally completed by mid-December.

The Vice-President, Finance & Administration (VPFA) had no further remarks outside of the submitted report.

10. General Security Agreement

As previously discussed at the September 29, 2022, meeting of the Board, the Toronto Dominion (TD) Bank requested an amendment to the existing loan agreement to include a General Security Agreement, citing ongoing CCAA proceedings at Laurentian University and Nipissing University's ongoing deficits as the primary reason for this request. The VPFA and AVP, Finance and Infrastructure engaged KPMG Law in the negotiation process which resulted in the full resolution appended to these minutes, of which both parties were comfortable with.

Questions were welcomed, and clarification around the advice that was provided by KPMG was requested. The VPFA noted that after concerns were raised around what equipment was included in the agreement, TD Bank confirmed it included all equipment that sits on campus. The GSA does include the guarantee of the approximately \$6 million Student Union Student Centre loan, but the building and assets do not fall within the agreement. In response to a question around the term of the agreement, the VPFA stated that as long as debt is owed, the agreement stands with the opportunity to renegotiate when the loan is due for renewal.

Vice-President Sutton summarized the agreement by stating that the General Security Agreement covers personal property deemed inventory, assets, equipment, computers, accounts and other, non-real estate assets. The agreement is an industry standard.

Following discussions, the following resolution was brought forward:

Resolution 2022-12-03: *That the Board of Governors accept the 'Amending Agreement to Credit Agreement' and the 'General Security Agreement' as presented*

*Moved by Fran Couchie; seconded by Patti Carr.
1 opposed.
Carried.*

11. Board Committee Reports

Governance Committee

- 2021-22 Annual Board Evaluation Results

The Annual Board Evaluation was reviewed in detail at the last meeting of the University Governance Committee. Further discussion on improving the governance of the Board based on the analysis will take place at the January 23rd committee meeting.

Audit and Finance Committee

No further remarks.

Community Relations Committee

The Committee Chair spoke to a comprehensive list of community involvements and partnerships undertaken by the University and once amalgamated, the list will be circulated to the Community Relations Committee and the full Board for information.

Fundraising Committee

No further remarks.

Plant & Property Committee

The Committee Chair spoke to the extensive list of projects on the go, mostly maintenance and repurposing.

12. Board Representatives on Other Committees/Bodies

Nipissing University Student Union

The NUSU Vice-President, Finance & Administration and Vice-President, Advocacy provided a report, highlighting recent campus and community activities, such as the Break the Ice on Mental Health event, hosted by Dr. Lafrance-Horning's Sports Marketing class which raised \$17,500 for mental health services in North Bay. The fulsome report is appended to these minutes.

A request was made to include a written report from the Nipissing University Student Union with the formal agenda to allow Board members to prepare questions in advance.

Academic Senate

No report.

9. Question Period

A request was made for the Nipissing University Student Union to submit a written report to be included with the Board Agenda and supporting documentation shared ahead of the meeting.

With respect to the PVPAR report, clarification around the Commercialization Mandate Policy Framework was requested. The Provost noted that the framework, which was legislated as many universities have a significant presence with commercialization and start-ups, is a way for the

University to engage with the community and share information around research and innovation. Additionally, the commercialization aspect brings the potential of a revenue stream. The Dean, Graduate Studies and Research, is working diligently on the policy and the Board will remain updated as it progresses.

10. Other Business

There was no other business.

11. Next Meeting/Adjournment

The next Committee Day is scheduled for Monday, January 23, 2022, and includes the Audit & Finance, Governance and Executive Committees.

The next Board meeting is scheduled for Thursday, February 9, 2022.

Resolution 2022-12-04: ***That the Open Session of the Board of Governors' regular meeting now adjourn.***

*Moved by Veronica Afonso; seconded by Judy Smith.
Carried.*

Open session adjourned at 11:02 a.m.

President & Vice-Chancellor/Secretary of the Board

Board Chair



President & Vice-Chancellor

Report to the Board of Governors - December 3, 2022

President's Report

Part I - AG Report

Welcome Board members to our December meeting and Indigenous learning and strategic planning session. Thank you all for giving your time so generously on a Saturday to serve this great university today and into the future. Primary on everyone's minds I'm certain is the publication of the Auditor General's report on Wednesday of this week. First, I want to thank our VP Finance and Administration and her entire staff for all the work that they have completed to serve the AG report process – they have literally given all of their time for four months to answer questions and provide data for this report. In a few minutes, Cheryl will provide a walk through on the recommendations of the AG. In brief, there are no surprises in this document. The data sets have endpoints of fiscal 2021 and we must recognize that we have already been working on many of these recommendations for some time – and some we have already completed. The media has focused on the headline of 'high risk' of course and not on the headline 'financially sustainable.' Make no mistake, we are not suggesting that we are not at risk; as we have reported, we must make changes in the form of generating revenues and we must partner with the Province for more financial support. The Board will recognize that we have been making these statements for as long as I have been here and, in some categories, much longer. We will be hosting a public meeting for our university community on Monday. It is very important for our community to understand very clearly what this report means for us and to have a clear picture of our financial status. In short, we are not Laurentian university in so many respects – capital expansion and long term debt do not represent the foundation of our finances; we have not broken rules on financial compensation for senior administrators; we have not inappropriately used restricted funds; we have a strong working relationship with our faculty union and we are all working together to address financial issues. Our financial risks pertain specifically in our failure to balance budgets for the past nine years and, as a result, we have drawn down our reserves to accommodate these shortfalls. There is no doubt that the Laurentian situation has affected



President & Vice-Chancellor

Report to the Board of Governors - December 3, 2022

the ways that banks view universities. In a few minutes, Cheryl will walk us through a General Securities Agreement which our bank has insisted upon. A sustainable university must balance its budgets and must have appropriate financial reserves to protect it in the future. These are the tasks at hand. I will repeat what the tasks at hand are and shall be: increase revenues, obtain support from the Province.

Part II - Campus Update

On the weekend of November 5, we hosted our Fall Open House. I want to thank our terrific Recruitment staff, our office of Admissions, communications, and to all of our Faculty and staff members who dedicated their Saturdays to showing off our beautiful campus on a beautiful, warm fall day. We welcomed more than 300 prospective students to campus and their families and friends. In all likelihood there were more than 1,000 people on campus listening to sessions, speaking with faculty and staff, and touring our facilities.

On the weekend of November 18-19, we held a very successful Homecoming Weekend with an outstanding slate of events attended by alumni, our campus community, and members of the North Bay community. I want to thank our great staff in alumni relations and advancement and to all of those, including our President's office staff, and the office of OII for all of their work in organizing events. From the Alumni Awards, to the forest bonfire, to our volleyball games each attended by more than 1,000 fans, to our hockey games, to the great event with honorary doc Scott Russell.

This past week we organized and participated in Giving Tuesday with two projects supported. To date we have raised in excess of \$10,000 and we will continue this fundraising until the end of December. Many thanks to those of you who have donated and to our Alumni Board for its generous donation.

On Friday November 18, we held a ceremonial launch for our strategic planning process. Our Strategic Planning Steering Committee, who you will meet this afternoon, has been working on defining the process, determining what consultation looks like, and generating a timetable for the completion of the plan for the Board's approval in June or perhaps earlier. We are very grateful to the Nipissing University Indigenous Council on Education NUICE



President & Vice-Chancellor

Report to the Board of Governors - December 3, 2022

for its generous participation and partnership in our strategic planning process. You will hear from Board Member Maurice Switzer this morning – thank you Maurice for your time and generous contributions.

On Monday, we will be hosting a special announcement at 9:30 am here in the NUSU Centre, celebrating a gift from the Hilary and Galen Weston Foundation and the launch of Rare Dementia Support Canada. This is an international research partnership between University College London, Bangor University, and Nipissing University. You have all received an invitation and are welcome to attend.

A reminder that we have two searches underway for senior positions here including the Provost position for which we have hired the Boyden search firm and for the AVP Research, Innovation, and Graduate Studies position. We will keep the Board updated on the progress for these searches.



Board of Governors Report December 3rd, 2022

Municipal Elections

The Nipissing University Political Science Society, along with NUSU and RTO, held a Meet the Candidates event on Tuesday, October 18th. This was well received by the community. We would like to congratulate everyone who participated in the municipal elections, especially the new Deputy Mayor, Maggie Horsfield.

Homecoming

Congratulations to our Lakers athletics teams who did a phenomenal job over homecoming weekend. We had great feedback about the luminary walk in particular so thank you to the Office of Indigenous Initiatives for hosting it. Well done to the External Relations department for organizing homecoming and we look forward to seeing all the great things that will take place next year.

Break The Ice On Mental Health

Congratulations to the Sports Marketing class and Dr. Lafrance-Horning for raising \$17,500 for mental health services in North Bay. They did a fantastic job fundraising and engaging with the community. We are extremely proud of our students!

Food Bank

Numbers for the NUSU Student Food Bank have tripled since last year. The numbers for 2021 were already double that of 2019. There are frequent days where over 30 students are using the food bank.

We are looking for donations, both physical and monetary. Physical donations (non-perishable food and hygiene items) can be dropped off here at the NUSU Student Centre. Monetary donations can be e-transferred to finance@nusu.com with the password being [nusufoodbank](http://nusufoodbank.com).

This time of year is always the hardest for everyone so we appreciate any and all donations. Thank you to Rhiannon Don who asked her network to donate to our food bank for her birthday.

Diwali

On November 4th, the Students of Colour United, NUSU and Student Development and Services hosted Diwali in the Main Cafeteria. This was well attended and was a great night. We look forward to celebrating Diwali next year! A huge thank you to all individuals involved in planning and orchestrating this event.

Wellness Week

Wellness Week took place from Monday, November 21st to Sunday, November 27th. Thank you the Office of Indigenous Initiatives, Nipissing University Nursing Society, Students of Colour United, Equity Centre, Grounded Studios, The Studio, Student Counselling Services, and Deven Doodnath for partnering with us on events throughout the week.

Night Owls

November 28-30th/2022 and December 05-07 we will be extending our building hours until midnight to allow for Nipissing Students to come in and study for their finals and work on any projects. We provide them with snacks, hot chocolate, tea, coffee and a quiet place for them to study. We also have colouring pages and crafts available for students to be able to take a break from their studies and de-stress.

Thank you to our Bar and Restaurant Manager Nic for preparing the hot beverages, it is always much appreciated by us and our students.

Town Hall

There have been two Town Halls held in regards to International Student Feedback on September 28th and November 3rd. Please do not hesitate to contact vpadvocacy@nusu.com to request the minutes.

It is important to address this in light of the auditor general's report that indicated that international student recruitment is low at Nipissing University explaining that that is a potential revenue stream. If the university is looking to recruit more international students they must ensure we have the adequate support in place to ensure that students academic and well-being needs are met.

The two Town Halls were very beneficial for understanding the gaps in ensuring our international students receive what they need. Some of these issues included:

- Inconsistent lines of communication
- Lack of cultural sensitivity
- Lack of housing accommodations
- Lack of culture/belonging on campus
- Confidentiality concerns
- Disregard for anonymity
- No international office
- No official immigration advisor on campus
- Lack of onboarding/training (specifically education of supports on campus) for new staff members
- Lack of partnership and communication with Canadore College considering we share a campus together. Proper communication could lead to potential solutions.
- Misinformation in the International Student Handbook such as the advised financial budget
- Lack of ESL support on Campus. Only 1 person on campus is trained on it

The proposed solutions by NUSU are:

- Commit to allocate 50% of International Student Revenue to International Student Support (currently 40% is allocated to recruitment and 10% to student support in the internationalization plan)
- Commit to collect data regarding the supports that international students require (as stated in Senate this is not currently being done)
- Commit to do a third-party assessment of the resources we have available to international students on campus
- More town halls for more opportunities to listen to our biggest stakeholders, the students
- Commit to the ethical practice of informing new international students of local issues (ex: housing crisis, inflation, etc.,)
- If a staff member is on leave, have a contingency plan for their interim replacement with strong communication and transparency (for students to know who the point person is)

- Cultural sensitivity training (one-on-one and in person instead of clicking through an online course)
- Commit and communicate priorities to the biggest stakeholders, the students
- Long-term commitment plans: New residence building
- Understanding that anonymity should be respected and it doesn't matter if 1 student or 100 students are coming forward with concerns but to treat them with equal respect
- A safe space on campus where international students can turn to - perhaps a lounge of sorts
- A physical international office that students can go to for one centralized location to ask for support
- Implementation of Immigration Advisory Training for employees in International Student Support
- Creation of a schema/flowchart correctly outlining which positions on campus are available to students for support and which position addresses their individual needs.
- Correcting the information in the international student handbook . Presenting correct information for a financial budget that international students should account for prior to arrival in Canada
- Hiring or training so we have more than 1 staff member trained on ESL support on Campus

We are requesting that there be a response by Nipissing University Administration for the findings from the two town halls regarding international student feedback. We understand that there a lot of proposed solutions, however, the administration asked us to identify the gaps and present it to them and we are doing what they have asked for. There is no narrative being created by NUSU regarding international student support, we are simply reporting the findings and making the university aware of them. These concerns are not "one off". These are legitimate concerns that the university needs to address before increasing international student recruitment or they will be setting up hard working students to fail.

NUSU has understood that town halls are an effective way to hear feedback from the student body and we are planning to have more in the future.

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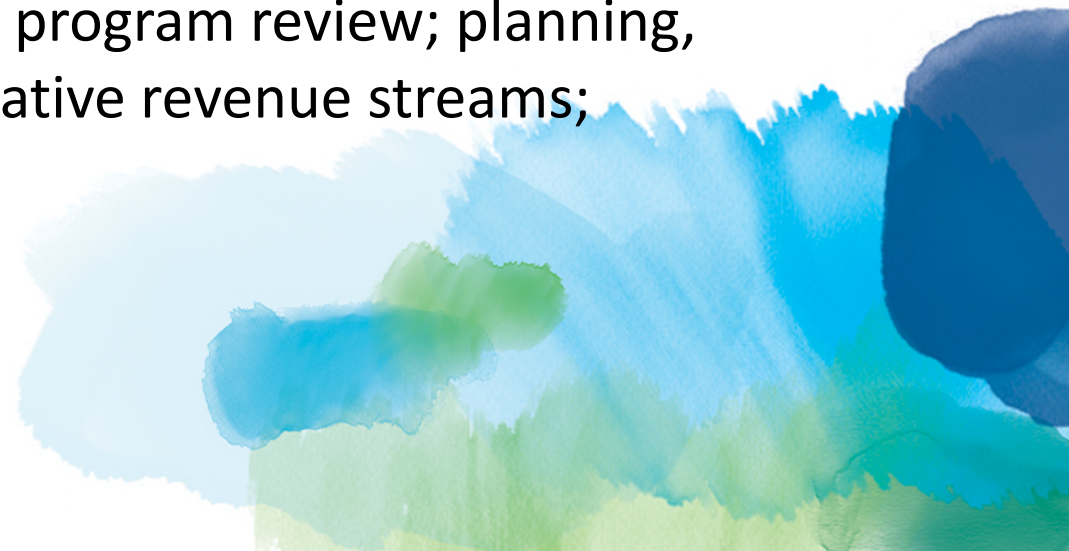
U N I V E R S I T Y

Auditor General Report Update
University Community
December 5, 2022

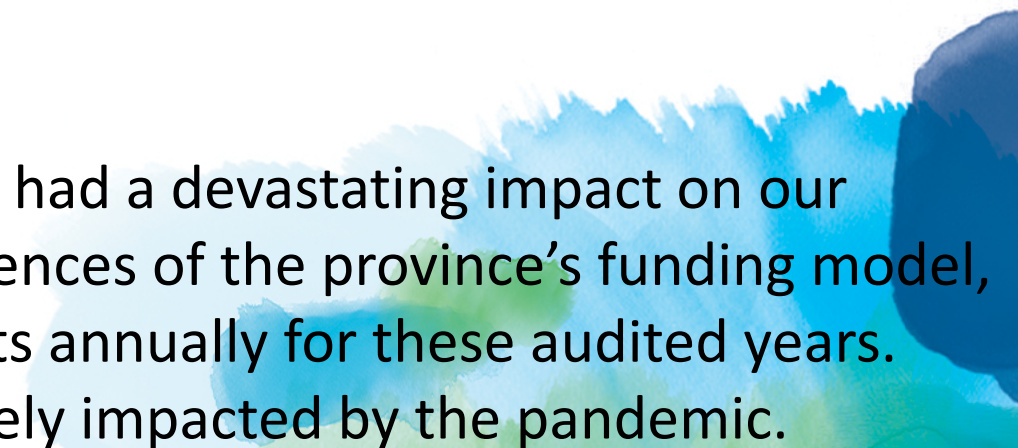


Introduction

- We are pleased to receive the recommendations which identify areas of improvement and pledge our commitment to act upon these recommendations as soon as possible.
- We have already initiated many changes in our operations and many of the improvements that have been recommended in the audit to place us on track for a sustainable future.
 - i.e., board financial and operational reporting; program review; planning, development, and operationalization of alternative revenue streams; international recruitment.



Introduction


- Cost of educating students is significantly higher than for larger institutions in southern Ontario.
 - Our revenues are on average 85% dependent upon government grants and student tuition.
 - Shifts in policy can, and have had, a unique impact upon our university over time, in comparison to other universities in Ontario.
 - The 10% cut in tuition and the freeze on tuition has had a devastating impact on our financial position, in addition to unintended consequences of the province's funding model, both affecting our capacity to return balanced budgets annually for these audited years. And, finally, our financial circumstances were negatively impacted by the pandemic.
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Introduction

- We are fully invested in creating a sustainable future. We have already set the foundation for sustainability on all fronts.
- We will soon implement the recommendations provided by the Auditor General through this audit and look forward to finding solutions and working as partners with the government of the Province of Ontario.

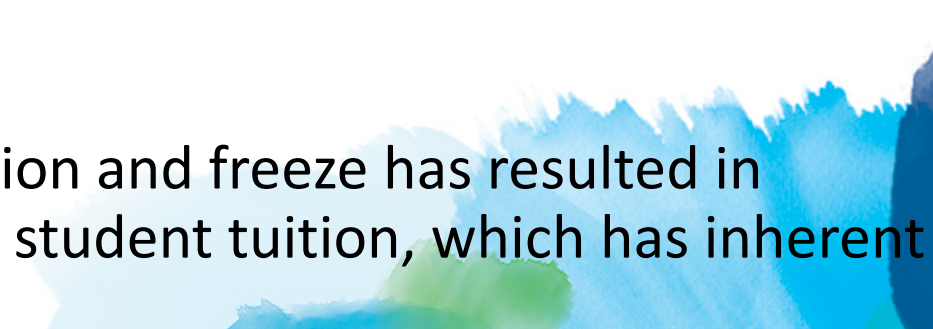


Audit Scope

- Value-for-Money Audits are conducted each year on a variety of topics and entities. This audit is an independent, objective and systematic assessment of how ministries and entities are managing their activities, responsibilities and resources.
 - The universities selected were Algoma, Nipissing, Ontario Tech and Windsor. They were selected because they all performed below the 2020/21 provincial average in four of seven financial health indicators established by the Ministry of Colleges and Universities, and they are all small to medium-sized institutions for comparative purposes.
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Conclusions

Ontario universities have faced several challenges over the past five years, including a Province-imposed 10% tuition reduction and freeze beginning in 2019 and disruptions from the COVID-19 pandemic.

- While all four universities were in a positive financial position at the time of the audit, some issues if left unaddressed, such as weaknesses in universities' financial management practices, could put the future financial sustainability of the universities at risk.
 - The impact of the domestic student tuition reduction and freeze has resulted in universities increasing their focus on international student tuition, which has inherent risk.
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Conclusions

- The effectiveness of governance practices at the universities could also be improved as the Boards are too large and members of the Board did not possess critical competencies required to provide effective governance.
- The Ministry has not established a formal process that fully utilizes information that it collects on the financial health indicators to monitor the financial condition of universities each year. The Ministry also does not have the legislated authority to intervene in the operation of publicly assisted universities, even if it is aware of a university's poor or worsening financial condition.



University Sector Recommendations

- Six core themes:
 - Financial Sustainability
 - International
 - Academic Programming
 - Capital Planning
 - Board Governance
 - University Partnerships and Collaborations



Nipissing University Recommendations

#1 (Cheryl/Renee)

So that Nipissing University assumes debt only at levels that continue to promote sustainable financial operations, we recommend that senior management of the university:

- obtain board approval of the university's debt policy
 - Debt Policy complete - will bring forward for approval at next Board meeting.
- monitor and adhere to the debt limits outlined in its policy
 - Debt limits will be reported on as part of semester close ratio calculations.
- report semi-annually to the Board on the status of debt maintained and its continuing compliance with its capital debt policy.
 - Compliance with Policy will be added to the Audit & Finance workplan - to be reported on at the Fall Semester close and year end.



Nipissing University Recommendations

#2 (Cheryl/Renee)

To manage and maximize the profitability of its ancillary services, we recommend that Nipissing University:

- review and monitor the profitability of its ancillary services on a consolidated basis and for each ancillary service separately
 - Work has started and is ongoing. More work will be done in the upcoming budget cycle.
- develop strategies to maximize the profitability of its ancillary services where necessary.
 - Work has started and is ongoing. Increased summer accommodations, corporate events, food services and Extended Learning revenues.

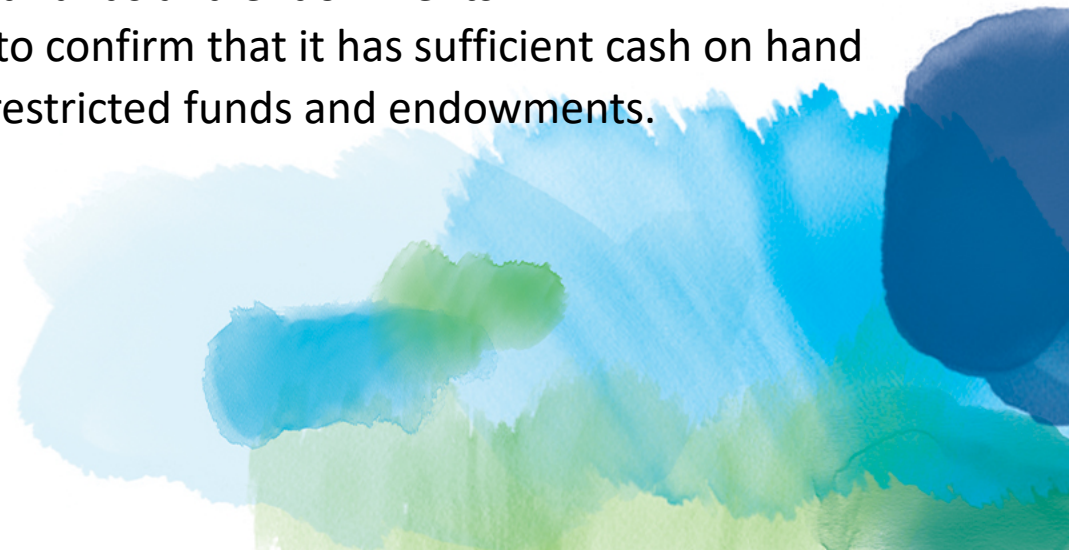


Nipissing University Recommendations

#3 (Renee)

To help ensure the university continues to have sufficient funds on hand to cover restricted funds and endowments, we recommend that:

- Nipissing University maintain separate bank accounts for externally restricted funds
 - The Finance Office will ensure that externally restricted funds are maintained in separate bank accounts.
- Nipissing University on a quarterly basis perform an analysis to confirm that it has sufficient cash on hand to cover internally restricted funds, in addition to externally restricted funds and endowments.
 - Nipissing University on a quarterly basis perform an analysis to confirm that it has sufficient cash on hand to cover internally restricted funds, in addition to externally restricted funds and endowments.



Nipissing University Recommendations

#4 (Renee)

To improve budgeting processes and practices and conduct a complete analysis of the impact from all operations and capital investments and how each will contribute to or draw on the university's resources, we recommend that Nipissing University:

**Work has started for all aspects of this recommendation. Finance Office will need to be adequately resourced to complete this work.

- have documented processes on how its budget is developed, reviewed and approved;
- develop a separate budget for all capital investments, and present it to the Board for approval;
- develop a separate budget for ancillary services by revenue stream, and present it to the Board for approval;
- consolidate the capital budget, the operating budget and the ancillary budget, and present the consolidated budget to the Board for approval;
- as part of its budget, present to the Board the university's projected cash flows from operations, financing and capital purchasing activities to inform the Board on the impact of each activity on the university's resources;
- complete a comparison of the annual consolidated budget to annual actual revenue and expenditures, and cash flows, and present it to the Board for review.

Nipissing University Recommendations

#5 (Carole)

To mitigate the risk associated with overreliance on a single or few geographic regions for international student tuition revenue, we recommend that Nipissing University:

- regularly complete a financial sensitivity analysis of the impact of the loss of students from various regions;
 - As we expand our recruitment efforts for International students and will include this analysis in our decision-making processes.
- focus on recruiting students from priority countries identified in the government of Canada's International Education Strategy, 2019–2024.



Nipissing University Recommendations

#6 (Carole)

To better understand the contribution of international students to the Canadian workforce/economy after graduation and help inform future recruitment decisions, we recommend that Nipissing University:

- collect relevant data on the location and careers of international alumni;
 - Through our work in the Advancement Department, we will survey international alumni for this information.
- use this data to better inform programming and recruitment decisions
 - We will consider this data in future decisions.


#7 (Carole)

To promote and incentivize student recruiting agents to find the most highly prepared international students, we recommend that Nipissing University apply a fee structure in future contracts that encourages recruiters to target students with higher scholastic achievement, such as applying bonuses for higher student performance as they progress through their university studies.

- As we expand our International recruitment network, we will consider these recommendations in the negotiation of future contract.

Nipissing University Recommendations


#8 (Stephen/Carole)

- complete an analysis of profitability at the academic program level;
 - Work has already begun in this area and will continue to be refined.
 - determine whether there are programs that can be reduced or restructured to provide a better financial contribution to the university, while still retaining overall academic credibility with department course offerings;
 - Preliminary discussions have already begun and we are working on determining the data points that will assist in these decisions.
 - reduce or restructure program offerings based on the results of its program profitability analysis and academic needs, in consultation with its academic departments and with the approval of its Board and Senate.
 - Same as above.
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Nipissing University Recommendations

#9 (Cheryl/Renee)

To determine whether major capital projects are financially feasible and beneficial, we recommend that Nipissing University:

- update its capital approval policy to clearly define the nature and cost of projects that will require Board approval before financial expenditure commitments are in place;
 - Approval Authority Policy will be amended to require this information.
 - prepare a business case for each capital project that includes a financial feasibility assessment to help both management and then the Board make decisions on major capital expenditures, prior to approval;
 - Approval Authority Policy will be amended to require this information.
 - obtain Board approval on major capital investments before moving forward with planned projects.
 - Will ensure all capital investments are approved by the Board
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Nipissing University Recommendations

#10 (Kevin)

To improve Board effectiveness and minimize the risks posed by large Board sizes and low term limits for Board members, we recommend that Nipissing University:

- reduce the number of committees to accommodate a smaller Board size;
 - Reduction of the size of the Board will require the opening of the “Nipissing University Act”. This will be a long term objective requiring significant internal and external consultation.
- reduce the number of committees to accommodate a smaller Board size.
- increase the term limits of Board members, including current members.



Nipissing University Recommendations

#11 (Kevin)

To provide for an effective future transition of the university president position, we recommend that the Board of Nipissing University develop, and annually review and approve, both permanent and emergency presidential succession plans.

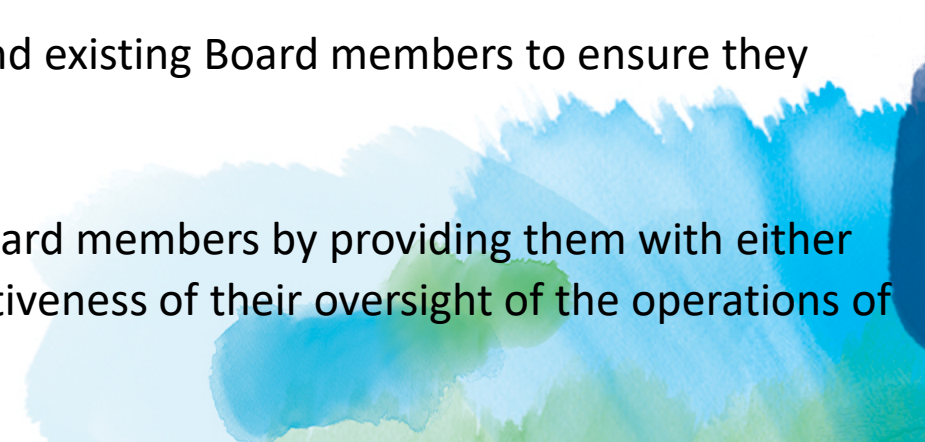
- Complete



Nipissing University Recommendations

#12 (Kevin/Marianne)

To have a board with essential skills and competencies for effective oversight, and to promote effective board member succession planning, we recommend the Board of Nipissing University:

- prioritize and track competencies using competency matrices and other competency tracking tools;
 - Will ensure that the current competency matrix and tracking reflect best practices.
 - confirm the Board and its committees possess demonstrably requisite competencies, in order to fulfill its terms of reference;
 - Will ensure annual training takes place for both incoming and existing Board members to ensure they have the competencies to lead the University.
 - strengthen university financial and accounting literacy among Board members by providing them with either an internal or external training opportunity to increase the effectiveness of their oversight of the operations of the university.
 - Same as above.
- 

Nipissing University Recommendations

#13 (Cheryl)

To have and promote effective oversight of the university's finances and operations, we recommend that the Board of Nipissing University:

- implement internal oversight functions (i.e., risk management, compliance and internal audit) where they do not exist, and have them report regularly to the Board;
 - With the addition of resources within the Finance Office, these functions will be implemented.
- annually review and approve a written risk appetite framework, which includes identification and defining of material financial and non-financial risks, and independent assurance of internal controls to mitigate each of these risks.
 - Same as above.



Nipissing University Recommendations


#14 (Kevin)

To enable the Senate at Nipissing University to make well-informed decisions with regard to academic programming, and that consider the financial sustainability of the university, we recommend that the Senate be provided with regular costing

- Preliminary discussions have already begun and we are working on determining the data points that will assist in these decisions and how best to bring this information to Senate.



Next Steps

- The Auditor General applauded us for our direct approach in 2014, when we went to the Ministry with a “CLEAR ASK”. We have and will continue to meet with the Ministry to obtain additional funding;
 - We will increase our revenue through increased enrolment (domestic and international) and our ancillary and fundraising activities;
 - We will offer a sustainable slate of academic programs; and
 - Ensure best practices and efficiencies in all of our administrative functions.
- 

Questions?



NIPISSING UNIVERSITY BOARD OF GOVERNORS MEETING

OPEN SESSION

December 3, 2022

9:00 a.m. – Nipissing University Student Centre

AGENDA

1. Call to Order/Land Acknowledgement

“As we begin this meeting, I would like to acknowledge that we are in the territory of the Robinson-Huron Treaty of 1850 and that the land on which we gather is Nipissing First Nation Traditional Territory and the traditional territory of the Anishinabek. We respect and are grateful to be on these lands with all our relations.”

2. Declaration of Conflict of Interest

3. Use of Recording and/or Broadcasting Devices

“Only pre-approved methods of recording and/or broadcasting may be used. Disseminating any information during the meeting is prohibited.”

4. Consent Agenda

i. For Adoption

(a) Minutes of the September 29, 2022, Board of Governors Meeting (Open Session);

ii. For Information Only

(a) Minutes from Meetings of the Board’s Standing Committees

1. University Governance Committee – Minutes from October 24, 2022;
2. Audit & Finance Committee – Minutes from October 24, 2022;
3. Community Relations Committee – Minutes from October 24, 2022;
4. Fundraising Committee – Minutes from October 24, 2022; and
5. Plant & Property Committee – Minutes from October 24, 2022.

(b) Reports from Other Committees/Bodies

1. Nipissing University Alumni Advisory Board (NUAAB)
2. Nipissing University Indigenous Council on Education (NUICE)

Resolution: *That the items included “for adoption” on the December 3, 2022, consent agenda for the Open Session of the Board of Governors meeting be approved as circulated, while the items included on the consent agenda “for information only” be received.*

5. Adoption of Regular Agenda

Resolution: *That the Board of Governors adopt the December 3, 2022, Open Session regular agenda as circulated.*

6. Chair’s Remarks

7. Chancellor’s Remarks

8. President's Remarks

9. Vice-President's Remarks

- Provost and Vice President, Academic & Research (Interim)
- Vice-President, Finance & Administration

10. General Security Agreement

Resolution: *That the Board of Governors accept the 'Amending Agreement to Credit Agreement' and the 'General Security Agreement' as presented.*

11. Board Committee Reports

Governance Committee – *John D'Agostino, Committee Chair*

- 2021-22 Annual Board Evaluation Results

Audit & Finance Committee – *David Smits, Committee Chair*

Community Relations Committee – *Fran Couchie, Committee Chair*

Fundraising Committee – *Kathy Wilcox, Committee Chair*

Plant & Property Committee – *Patti Carr, Committee Chair*

12. Board Representatives on Other Committees/Bodies

- Nipissing University Student Union
- Academic Senate

13. Question Period

14. Other Business

15. Next Meeting Dates/Adjournment

Resolution: *That the Open Session of the Board of Governors' regular meeting now adjourn.*

Time: _____

NIPISSING UNIVERSITY
BOARD OF GOVERNORS MEETING

OPEN SESSION

September 29, 2022

The Open Session of the regular Board of Governors meeting was held on Thursday, September 29, 2022, at 5:30 p.m. in the President's Boardroom and via Zoom Remote Conferencing.

Members Present: Marianne Berube, Board Chair

Veronica Afonso
Patti Carr
Paul Cook
John D'Agostino
Stacie Fiddler
Cindy Karugia
Judy Koziol
Alisher Mansurov
Jamie Murton
Harikesh Panchal
Bobby Ray
Jeff Scott
Joe Sinicrope
Judy Smith
Dave Smits
Lisa Snider
Maurice Switzer
Montana Taylor
Stephen Tedesco
Kevin Wamsley
Kathy Wilcox

Regrets: Johanne Brousseau
Fran Couchie

Invited Guests: Tiffany Cecchetto
Cheryl Sutton
Carole Richardson
Renee Hacquard
Abby Blaszczyk

Official Observers:

of Zoom Webinar Observers/Attendees: 10

Recording Secretary: Maggie Horsfield (Executive Assistant, President's Office)

1. Call to Order/Land Acknowledgment

The meeting was called to order at 5:31 p.m. The Board Chair offered a traditional land acknowledgement.

2. Declaration of Conflict of Interest

The Board Chair called for conflicts of interest concerning any of the agenda items; no such declarations were made.

3. Use of Recording and/or Broadcasting Devices

The Board Chair reminded everyone that only pre-approved methods of recording and/or broadcasting devices may be used during the meeting. Disseminating any information during the meeting is prohibited.

4. Consent Agenda

The following items were included on the consent agenda:

- i. For Adoption
 - a) Minutes of the June 9, 2022, Board of Governors Meeting (Open Session);
- ii. For Information Only
 - a) Minutes from Meetings of the Board's Standing Committees:
 1. Audit & Finance Committee – Minutes from September 19, 2022;
 - b) Reports from Other Committees/Bodies
 1. Nipissing University Alumni Advisory Board (NUAAB)

Resolution 2022-09-01: ***That the items included "for adoption" on the September 29, 2022, consent agenda for the Open Session of the Board of Governors meeting be approved as circulated, while the items included on the consent agenda "for information only" be received.***

*Moved by Judy Smith; seconded by Dave Smits.
Carried.*

5. Adoption of the Regular Agenda

Resolution 2022-09-02: ***That the Board of Governors adopt the September 29, 2022, Open Session regular agenda as circulated.***

*Moved by Stacie Fiddler; seconded by Judy Smith.
Carried.*

6. Chair's Remarks

The Chair welcomed new and returning Board members to a new academic year and spoke to the success of the Board Orientation session held in early September. Following a brief review of the role of a Board member, the Board Chair requested that Board members hold December 2-3 for the Annual Board Retreat and noted that the Board meeting scheduled for December 1, 2022, will be incorporated into the retreat.

7. Presentation of Draft Audited Financial Statements

At the September 19, 2022, meeting of the Audit and Finance Committee, the Draft Audited Financial Statements and Audit Findings report for the year ended April 30, 2022, were reviewed in detail. The Vice-President, Finance and Administration noted that earlier this summer, the Toronto Dominion (TD) Bank requested an amendment to the existing loan agreement to include a General Security Agreement, citing the ongoing CCAA proceedings at Laurentian University and Nipissing University's ongoing deficits as the primary reason for this request. With the assistance of legal counsel, the University will be engaging in negotiations with TD with respect to the specifics of the General Security Agreement. The day after the Audit and Finance Committee meeting, TD has informed Nipissing University that they would no longer have access to the \$5 million line of credit effective October 15, 2022, until negotiations are complete. Given the timing of this development, the Draft Audited Financial Statements have been updated to reflect this information.

Tiffany Cecchetto, KPMG, provided a high-level review of the audit findings. It was noted that KPMG is providing an unqualified and clean opinion of the financial statements. Discussion followed, with the auditor highlighting various areas of the financial statements such as year over year variances in cash and other assets, liabilities, investments and short- and long-term debt.

Several questions were addressed, with a particular focus on the General Security Agreement. The VPFA noted that while other sectors are seeing the implementation of security agreements, most universities have not posted the deficits that Nipissing has, so they have yet to be approached. In response to an inquiry around how the GSA might affect interest rates, the VPFA spoke to the excellent interest rates the University currently receives as a result of restructuring debt several years ago. The VPFA will provide an update on the status of the General Security Agreement at the October 24, 2022, meeting of the Audit and Finance Committee.

Following the discussion, the resolution was brought forward:

Resolution 2022-09-03: ***That the Board of Governors accept the recommendation of the Audit and Finance Committee to approve the Consolidated Audited Financial Statements for the year ended April 30, 2022, as presented.***

*Moved by Dave Smits; seconded by John D'Agostino.
Carried.*

8. Chancellor's Remarks

The Chancellor provided brief remarks, expressing his thanks to Dr. Casey Phillips and staff for their support of the North Bay Youth Soccer Club and speaking to the importance of continued relationship-building between the University and the community. He invited all Board members to attend the upcoming 'Buy-a-Brick' launch event on October 15, 2022, at the turf field.

9. President's Remarks

With a return to campus activity, the President spoke to a successful orientation period and thanked the volunteers, particularly the Nipissing University Student Union, students and staff members for organizing many well-attended programs and events. He provided a number of updates, including the commencement of the search for the Provost and Vice-President, Academic and the Associate Vice-President Research, Innovation and Graduate Studies. President Wamsley noted the campus closure on September 30th in observation of the National Day for Truth and Reconciliation, highlighting activities organized by the Office of Indigenous Initiatives, the Learning Library and the Teaching Hub. The President's formal report is appended to these minutes.

- Goals and Priorities

As per the Annual Review of the President's Goals and Priorities Policy, the President presented his proposed goals and priorities for 2022/23. These goals include the development of a long-term financial strategy, an increase in community engagement with Nipissing University and the development and implementation of a five-year strategic plan.

The President welcomed questions and Board members encouraged the creation of key performance indicators from which to measure the progress and success of the President's objectives.

Following questions and comments, the resolution was made:

Resolution 2022-09-04:

That the Board of Governors accept the recommendation of the Executive Committee to approve the President's Goals and Priorities for 2022/23 as presented.

Moved by Maurice Switzer; seconded by Dave Smits.

1 opposed.

Carried.

- Emergency Presidential Succession Plan

In response to a request from the Office of the Auditor General of Ontario, the draft Emergency Presidential Succession Plan policy was presented for review and comment. The President noted

that while there was always a succession plan in place in the case of an urgent situation, there was never a formal policy. As such, the following resolution was brought forward:

Resolution 2022-09-05: ***That the Board of Governors accept the recommendation of the Executive Committee to approve the Emergency Presidential Succession Policy as presented.***

*Moved by Kathy Wilcox; seconded by Stacie Fiddler.
Carried.*

10. Vice-Presidents' Remarks

The Provost and Vice-President, Academic & Research (PVPAR) (Interim) spoke to ongoing recruitment efforts, including the implementation of the Strategic Enrolment Management committee, a continued focus on international recruitment and an international and domestic digital marketing campaign. Dr. Richardson noted that following some concern around enrolment numbers, the fall full-time enrolment (FTE) totals are on par with last year and projecting well. She also commented on the status of student housing, with residence occupancy at 965 students. As her team works to proactively manage the housing waitlist for the January intake, temporary accommodations are being secured for international students who may require assistance.

A question was raised regarding the specific requirements the university must consider for student housing and recruitment. The President noted that while there are no specific requirements, Nipissing University has enough beds for 25% of students. An additional question around a retention-specific committee was brought forward, and the PVPAR (Interim) anticipates that as the Strategic Enrolment Management committee moves forward, retention will become a top priority for the group.

The Vice-President, Finance & Administration (VPFA) presented a written report that was included with the meeting agenda. She had no further comments.

9. Board Committee Reports

- Audit & Finance Committee

The Committee Chair thanked the University administration for the extensive work completed to date on the Audit of Financial Management and Governance, facilitated through the Office of the Auditor General of Ontario.

10. Board Representatives on Other Committees/Bodies

Nipissing University Student Union

The NUSU Vice-President, Finance and Administration and Vice-President, Advocacy highlighted several recent activities and events. The full report is appended to these minutes.

Academic Senate

Currently, there is no Board representation on the Academic Senate. The Board Chair called for interested parties and Mr. Maurice Switzer allowed his name to stand.

NUICE

The Chair of NUICE updated members on the recent meeting of the council and asked the Board to consider cross-cultural learning opportunities and treaty learning as a means of professional development at the December board retreat.

11. Question Period

There were no questions.

12. Other Business

With a return to campus for most staff, faculty and students, a request was made to acknowledge those who continued to work on campus throughout the remote work period.

13. Next Meeting/Adjournment

The next Committee Day is scheduled for Monday, October 24, 2022.

The next Board meeting is scheduled for Thursday, December 1, 2022.

Resolution 2022-09-06: ***That the Open Session of the Board of Governors' regular meeting now adjourn.***

*Moved by Montana Taylor; seconded by Stacie Fiddler.
Carried.*

Open session adjourned at 7:47 p.m.

President & Vice-Chancellor/Secretary of the Board

Board Chair



President & Vice-Chancellor

Report to the Board of Governors - September 29, 2022

President's Report

I am very pleased to welcome Board members to my first in-person Board meeting since becoming President. We have just completed a very successful start-up to the 2022-23 term. From all accounts, students, faculty, and staff are very pleased to be back on campus and there has been some excitement on campus this Fall. We had a very successful orientation period and I would like to thank our volunteers, particularly NUSU and our student volunteers for organizing a wonderful program of events to welcome our new students to campus. I thank our staff and faculty members for their outstanding service and volunteer efforts during this time. It really was a community effort. We are beginning our search for the Provost and Vice-President Academic. We have hired a search firm and I will be chairing that committee, having had our first meeting last week. Dr. Richardson will be chairing the search committee for the Associate Vice-President Research, Innovation, and Graduate Studies, an elevation of the research office from the former leadership position of Dean. We will keep the Board apprised during the hiring processes.

During the week prior to National Day for Truth and Reconciliation, there have been many activities on campus organized by the Office of Indigenous Initiatives, the Library, and the Teaching Hub. Nipissing University recognizes this day on Friday as all campus offices are closed. Members may wish to participate in activities organized by Nipissing First Nation and/or the North Bay Friendship Centre.

Our 2022-23 enrolment has declined from 2021-22. Dr. Richardson will be reporting on enrolment numbers, and we will provide a more comprehensive enrolment and financial report to the Board in October. We have also experienced a greater-than-expected housing shortage in North Bay, which has created many challenges for our students. In short, we have managed to decrease our residence waiting list from more than 100 to three but there are still some situations of overcrowding in some rented homes in the city. We have three individuals working on this problem for the past six weeks, taking a case-by-case approach to each student's challenges, including providing emergency rooms in the Monastery for those in need on a short-term basis. Dr. Richardson will report further.

As the Board knows, we have been working on the Auditor General's Office audit process for more than three months. Our small team is still working on providing data for this audit and it has consumed all their time and has been a significant workload which has taken away from other alternative revenue generating activities. We are hopeful that the process will alert the province to our areas of



President & Vice-Chancellor

Report to the Board of Governors - September 29, 2022

financial need while, at the same time, offering helpful recommendations on how we may improve.

We are beginning our Strategic Planning Process and are sending out a call for participation for students, faculty, staff, alumni, Board members, and community members. We will be dedicating our December Board meeting to Strategic Planning and, also, introducing Indigenous Knowledge and Education.

With thanks to NUSU, it has come to our attention recently that we have gaps in our service and university culture with respect to the experiences of international students. NUSU organized a townhall meeting yesterday where we listened to some of these concerns. These issues, whether they may be academic, or student service issues fall under the purview of Dr. Richardson. Dr. Richardson will be reviewing the feedback and our service provisions and will be charged with developing ongoing solutions to these problems.

There are two announcements – sorry I tossed out Cristen’s sheet with the two sessions that Board members are invited to attend.

Dr Adam Adler, Faculty of Education and Professional Studies has been promoted to the rank of Associate Professor.



Board of Governors Report September 2022

Orientation Week

NUSU, in collaboration with Student Development & Services, hosted Orientation Week from August 30th to September 3rd. We appreciate all the work Kate DeVuono and Sara Tetrault-Ruston put into this week, as well as the committee made up of Nipissing University and NUSU folks.

This year we added alternative programming for the first time. This allowed us to host events at the same time to meet the needs of students. For those who did not want to attend Muddy Olympics they were able to go on a nature walk. For those who do not enjoy playing sports they were able to play board games at NUSU Student Centre.

We found there was a real need and want to make friends from our students. As the pandemic lessens, we have seen our students wanting to engage with staff and faculty throughout the week.

Sodexo

On September 9th, NUSU and Nipissing University announced a multi-year agreement with Sodexo who will operate the Bay Bistro restaurant and On The Rocks Nightclub, as well as exclusive catering services on premises. We look forward to the opportunities this will create for the Lakers and North Bay communities to come together in our spaces. Student employment positions will be posted in the coming weeks.

Lake Nipissing Beading Exhibit

Until October 28th, the Lake Nipissing Beading Project will be available for viewing at the gallery in the NUSU Student Centre. Congratulations to Carrie Allison, a beading artist who founded this project, along with Dr. Kirsten Greer and Dr. Katrina Srigley for making this a reality. This exhibit is open to the public to also view.

Meet The Candidates

On October 18th at 7pm, the Nipissing University Political Science Society and the RTOERO will be hosting a Municipal Candidates Meet & Greet at the Student Centre. This will be open for the public to meet with candidates for the mayor, city council, and

school board positions. More details will be shared next week via NUSU's social media channels.

Chamber After Hours

Thank you to everyone who were able to attend the North Bay & District Chamber of Commerce After Hours on Thursday, September 22nd, held at the NUSU Student Centre. It was a great evening to be able to show off the building and meet with the business community. We look forward to attending the next event at Canadore College's Village on October 20th.

Main Street Deals/ Farmers' Market

NUSU has partnered with numerous businesses on Main Street and at the Farmers' Market to provide discounts for our students. This has been well received by both the community and our students.

Blue Jays

On September 16th, NUSU and Alumni provided tickets to students and alumni to attend the Blue Jays game. This was a great way for NUSU to meet distance students living in Toronto.

Food Bank

The Nipissing University Faculty Association and Nipissing University administration donated food and monetary donations in a friendly competition for NUSU's student food bank. We always appreciate the dedication to our students and working together to ensure they are supported in numerous ways.

The faculty raised \$1600 and the administration raised \$185. We have seen a tremendous increase in the usage of our food bank and will be looking at ways to make this sustainable and partner with groups on and off campus to run food drives.

International Students

On September 9th NUSU put forward a motion at Academic Senate to hold a townhall with Nipissing University regarding international student feedback. After speaking with administration, the town hall was held on Wednesday, September 28th at 9am.

We are looking forward to more town halls in the future as we believe it's a great medium to hear feedback from the Nipissing University community. Feedback is crucial to ensure that we are providing the highest quality experience to our largest stakeholders, the students.

The proposed solutions by NUSU are:

- Commit to allocate 50% of International Student Revenue to International Student Support (currently 40% is allocated to recruitment and 10% to student support in the internationalization plan)
- Commit to collect data regarding the supports that international students require (as stated in Senate this is not currently being done)
- Commit to do a third-party assessment of the resources we have available to international students on campus
- More town halls for more opportunities to listen to our biggest stakeholders, the students
- Commit to the ethical practice of informing new international students of local issues (ex: housing crisis)
- If a staff member is on leave, have a contingency plan for their interim replacement with strong communication and transparency (for students to know who the point person is)
- Cultural sensitivity training (one-on-one and in person instead of clicking through an online course)
- Commit and communicate priorities to the biggest stakeholders, the students
- Long-term commitment plans: New residence building

1078NIPISSING UNIVERSITY BOARD OF GOVERNORS

UNIVERSITY GOVERNANCE COMMITTEE MEETING

OPEN SESSION

October 24, 2022

The Governance Committee met on Monday, October 24, 2022, at 9:00 a.m. in the President's Boardroom (F303) and via Zoom remote video conferencing.

Members present: John D'Agostino, Committee Chair
Veronica Afonso
Marianne Berube
Cindy Karugia
Kathy Wilcox
Judy Koziol
Jamie Murton
Harikesh Panchal
Kevin Wamsley
Riley McEntee (Student Observer – non-voting)
Cheryl Sutton (VPFA – non-voting)
Christine Dowdall (University Secretary – non-voting)

Regrets: Paul Cook
Lisa Snider
Carole Richardson (Provost (Interim) – non-voting)

Recording Secretary: Abby Blaszczyk (Executive Assistant, Office of the President)

1. Call for Conflicts of Interest

The meeting was called to order at 9:05 a.m. The Committee Chair called for any conflicts of interest; no such declarations were made.

2. Committee Chair's Opening Remarks

The Committee Chair offered a traditional land acknowledgement. In lieu of the Chair providing remarks, he deferred to the Board Chair who spoke to the recent outcomes from the Council of Chairs of Ontario Universities (CCOU) meeting. The meeting centered strongly around discussions on board accountability and leading best practices in governance in advance of the Auditor General's reports. The Board Chair will ensure the *Leading Practices in University Board Governance* document is circulated to committee members for information.

3. Selection of Committee Vice-Chair

The role of the Committee Vice-Chair was reviewed. Judy Koziol agreed to assume the role for the current academic year.

4. Review of Committee Terms of Reference

The Committee terms of reference as outlined in the Board Bylaws were reviewed. There were no concerns expressed with the current terms.

5. Review of Annual Work Plan

The draft annual work plan was reviewed.

6. Results from 2022 Board Evaluation Survey

Results from the 2022 Board Evaluation were circulated electronically and in confidence prior to the meeting. The findings were reviewed in detail and common observations were discussed, with a particular focus on the importance of the strategic planning process. Discussions will be ongoing at the committee level to find improvements and efficiencies to the governance practices at the institution.

7. Board Vacancies

Following the resignation of a Board member in July 2022, the Board of Governors currently has one LGIC vacancy. Until the formal revocation documentation is received from the province, the position will remain vacant.

8. Academic Bullying Policy Discussion

The Academic Senate referred the matter of an academic bullying policy, separate from the Respectful Workplace and Learning Environments Policy to the Joint Committee for discussion. However, all work undertaken by the committee that is not within the pre-approved terms must be jointly approved by the Board of Governors and Senate. It was noted that Academic Bullying is represented within the recently updated Respectful Workplace and Learning Environments Policy. The Assistant Vice-President, Human Resources and Equity, Diversity and Inclusion, will undertake a review of the policy to ensure it reflects best practices within the province and will bring recommendations back to the committee. At this time, the University Governance Committee is not recommending this topic be referred to the Joint Committee of the Board and Senate on Governance.

9. In-Camera Meetings without the President

Due to time constraints, this agenda item was delayed to the next meeting of the University Governance Committee.

10. Other Business

There was no other business.

The meeting adjourned at 10:30 a.m.

Recording Secretary

Chair of University Governance Committee

Nipissing University Board of Governors

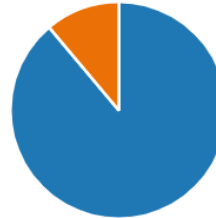
2021-2022 BOARD EVALUATION RESULTS

Based on your experience as a member of the Nipissing University Board of Governors, please rate the following statements:

I. BOARD'S PURPOSE & RESPONSIBILITIES

a) The purpose and role of the Board of Governors and individual Board members have been effectively defined.

● Agree	16
● Disagree	2
● Neutral/Don't Know	0



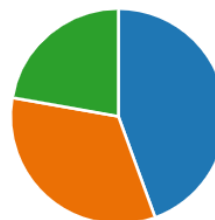
b) The actions and activities of the Board reflect the mission and goals of the University.

● Agree	16
● Disagree	1
● Neutral/Don't Know	1

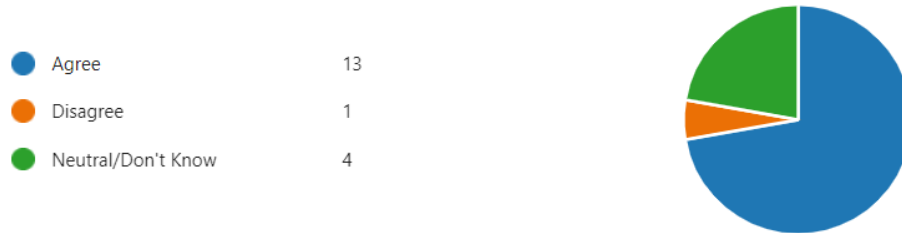


c) The Board focuses sufficient attention on long-term significant policy issues rather than on short-term administrative matters.

● Agree	8
● Disagree	6
● Neutral/Don't Know	4



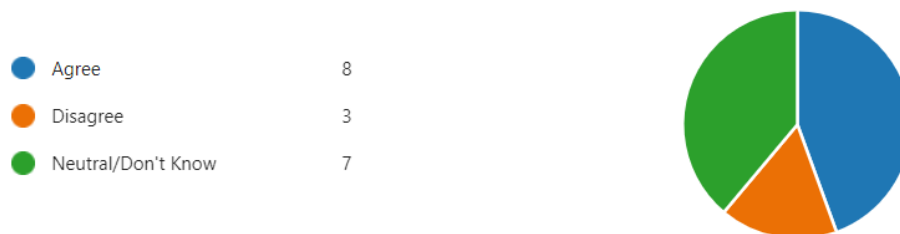
d) The Board ensures, through the President, that actions taken by administrative officers are in accordance with established policies and procedures.



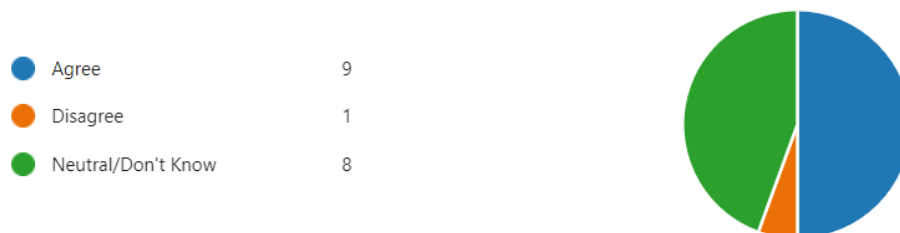
e) The Board has a process to understand the needs of its internal constituents (students, academic and non-academic staff, etc.).



f) The Board has a process to understand the needs of its external constituents (alumni, donors, etc.).



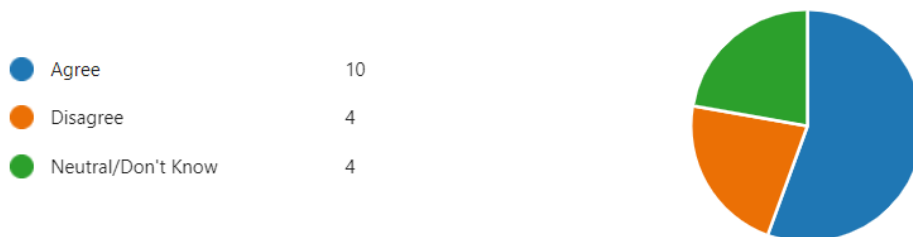
g) The Board is appropriately transparent with the University community and the public.



h) The Board is given sufficient information to understand the issues that impact the University.

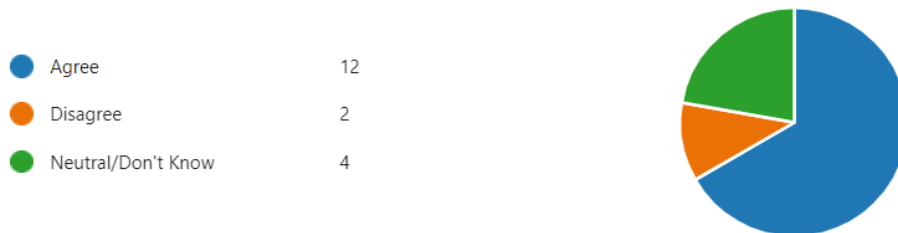


i) University fundraising expectations are clearly presented.



II. BOARD MEMBERSHIP

a) The Board has an effective process for identifying the characteristics that new members should bring to the Board.

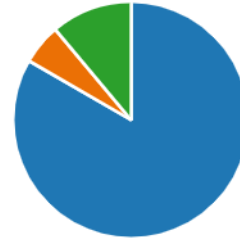


b) A climate of mutual trust and respect exists among Board members.



c) As a Board member, I feel comfortable asking probing questions.

● Agree	15
● Disagree	1
● Neutral/Don't Know	2



III. BOARD MEETINGS/COMMITTEES

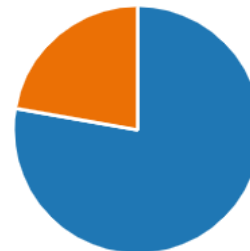
a) Board members receive meeting agendas and Board packages well enough in advance to properly prepare for the meeting.

● Agree	17
● Disagree	1
● Neutral/Don't Know	0

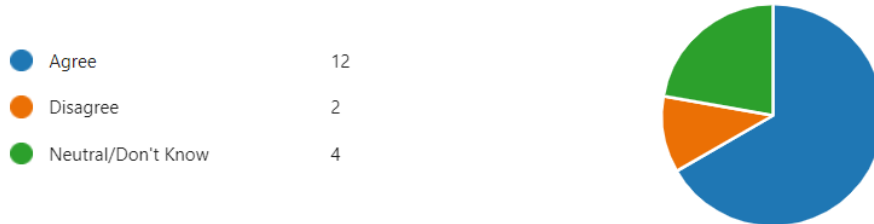


b) There is sufficient time at Board meetings for the presentation, full discussion and debate of viewpoints of the subjects covered.

● Agree	14
● Disagree	4
● Neutral/Don't Know	0



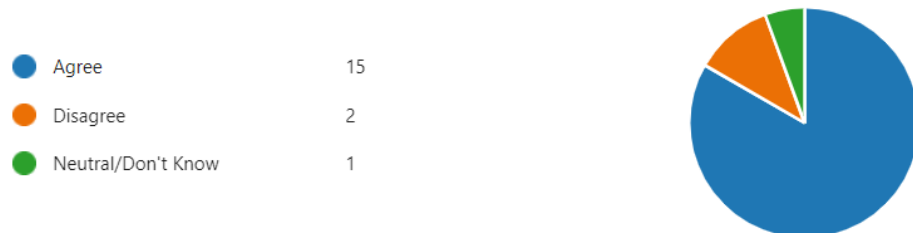
c) The practice of occasional meetings, 'in camera,' without the President or other senior administrators present, is appropriately used.



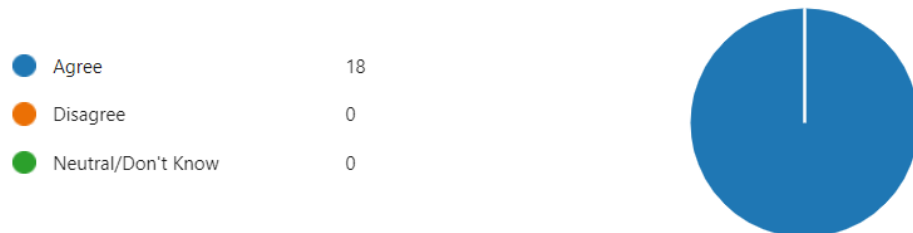
d) The mandate of the Board committee(s) on which you serve is clearly understood, and the terms of reference are appropriately reviewed.



e) Committee reports give the appropriate amount of information to the Board



f) Confidentiality guidelines for Board discussions are clearly explained.



20. g) Expectations regarding code of conduct are clear.

● Agree	18
● Disagree	0
● Neutral/Don't Know	0



IV. RELATIONSHIP BETWEEN THE BOARD AND ADMINISTRATION

a) The division of authority and responsibilities of the Board and senior administration are clear.

● Agree	15
● Disagree	1
● Neutral/Don't Know	2



b) From your point of view, there is an effective and appropriate working relationship between the President and the Board.

● Agree	18
● Disagree	0
● Neutral/Don't Know	0



c) The assessment of the President's performance provides adequate involvement of the Board.

● Agree	8
● Disagree	4
● Neutral/Don't Know	6



d) The President and the administration provide information to the Board in a succinct and timely manner.

Agree	17
Disagree	0
Neutral/Don't Know	1



e) Senior administration is sufficiently responsive to questions and issues raised by the Board.

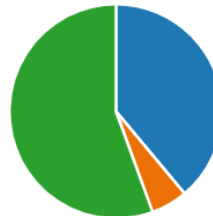
Agree	14
Disagree	3
Neutral/Don't Know	1



V. STRATEGIC PLANNING

b) The Board has an adequate process through which it can assess the internal factors that have an effect on the University and its strategic plan.

Agree	7
Disagree	1
Neutral/Don't Know	10



a) The Board has an adequate process through which it can assess the external factors that have an effect on the University and its strategic plan.

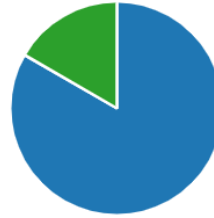
Agree	6
Disagree	0
Neutral/Don't Know	12



VI. FISCAL MANAGEMENT

a) The Board has the opportunity to gain a full understanding of the annual operating budget of the University before approving it.

● Agree	15
● Disagree	0
● Neutral/Don't Know	3



b) The Board (through the Audit and Finance Committee) received financial reports that are:

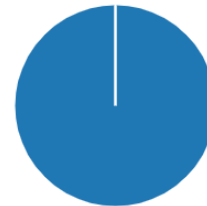
● i. Understandable and well-explained	16
● ii. Sufficient to allow the Board to make decisions	10
● iii. Timely	9



VII. UNIVERSITY SECRETARIAT

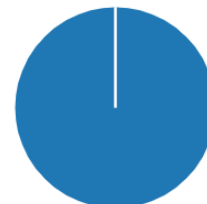
a) The University Secretary provides consistent and appropriate procedural advice to Board members.

● Agree	18
● Disagree	0
● Neutral/Don't Know	0

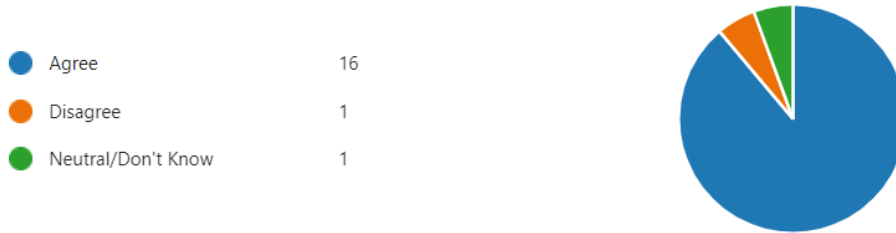


b) Minutes of the meetings are accurate and contain appropriate detail. (0 point)

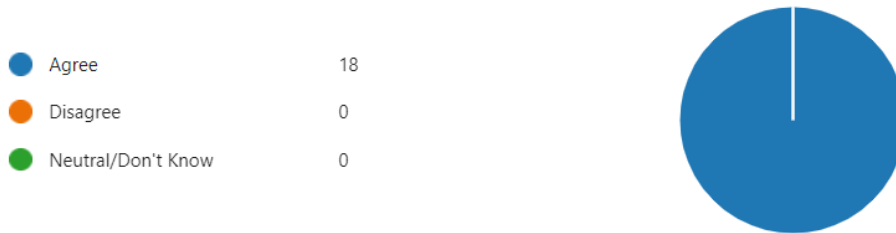
● Agree	18
● Disagree	0
● Neutral/Don't Know	0



c) Sufficient advance notice is provided to Board members for significant events affecting the University.

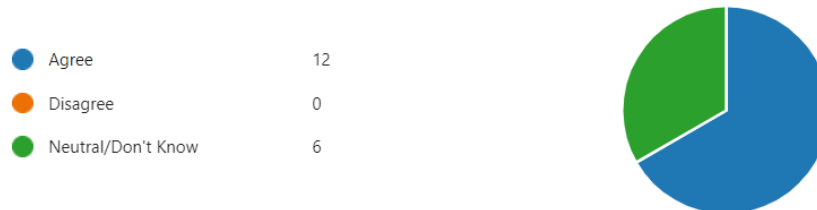


d) Questions are responded to promptly and accurately by the University Secretary. (0 point)

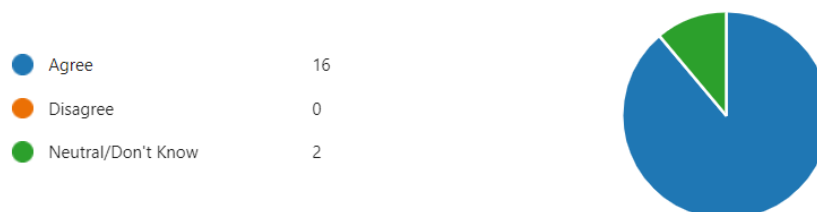


VIII. BOARD LEADERSHIP

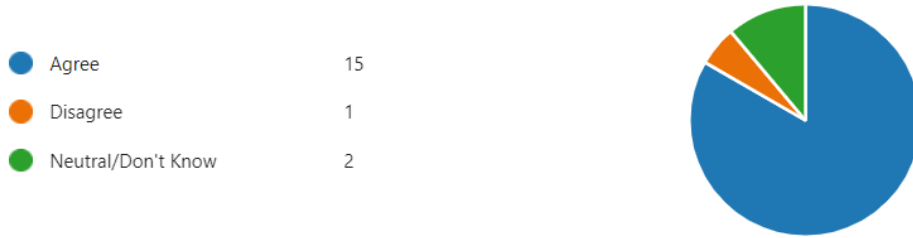
The Board Chair demonstrates effective and ethical leadership in guiding the work of the Board



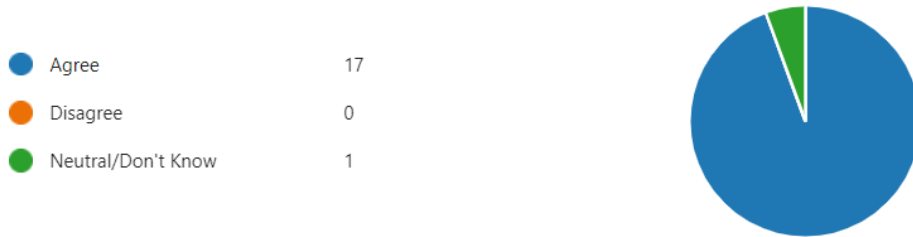
b) The Board Chair maintains a collegial and positive relationship with the President and members of the Senior Administration.



c) The Board Chair is effective at running meetings in a timely, professional and inclusive manner.

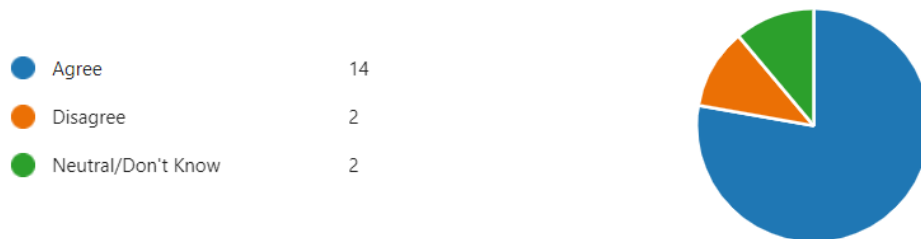


d) Committee Chairs encourage participation from all members of their committee(s) in a respectful and civil manner.



IX. BOARD EVALUATION SURVEY

a) This Board Evaluation Survey asks appropriate questions to allow the Board to measure its effectiveness.



NIPISSING UNIVERSITY BOARD OF GOVERNORS

AUDIT & FINANCE COMMITTEE MEETING

OPEN SESSION

October 24, 2022

The Audit and Finance Committee met on Monday, October 24, 2022, at 10:30 a.m. in the President's Boardroom (F303) and via Zoom remote conferencing.

Members Present: Marianne Berube (Acting Committee Chair)
Patti Carr
John D'Agostino
Stacie Fiddler
Alisher Manzurov
Montana Taylor
Wenda Caswell
Kevin Wamsley
Riley McEntee (Student Observer)
Cheryl Sutton (VP, Finance & Administration – non-voting)
Abby Blaszczyk (University Secretary – non-voting)

Regrets: Dave Smits
Paul Cook
Carole Richardson (Provost – non-voting)

Guests: Fran Couchie
Renée Hacquard, AVP, Finance & Infrastructure
Stephen Tedesco
Cheryl Zimba

Recording Secretary: Maggie Horsfield (Executive Assistant, Office of the President)

1. Welcoming Remarks/Calls for Conflicts of Interest

The meeting was called to order at 10:33 a.m. The Board Chair and acting Committee Chair called for any conflicts of interest; no such declarations were made. A traditional land acknowledgement was offered.

2. Election of Committee Vice-Chair

The role of the Committee Vice-Chair was reviewed. Patti Carr agreed to assume the role for the current academic year.

3. Review of Annual Work Plan

The Assistant Vice-President, Finance and Infrastructure reviewed the annual work plan, which includes regular reporting on Operating and Ancillary year-to-date financial results compared to budget and updates from the Auditor General report, expected in November 2022.

4. Semester Close Financial Review

The AVP, Finance and Infrastructure noted that, after removing adjustments for deferred contributions, Nipissing University has a consolidated surplus of approximately \$23.5 million as of August 31, 2022. She highlighted a number of items of interest, including the investment losses in Fund 50, due to market fluctuations. Those losses are mitigated by investments gains recognized within the endowed funds.

The Statement of Financial Position as of August 31, 2022, with comparative figures as of April 30, 2022, was reviewed. The AVP noted that assets have increased as a result of the billing of tuition, residence fees and ancillary fees. Liabilities remain stable.

5. Year to date Results compared to budget (including projections)

The Assistant Vice-President reviewed the operating and ancillary results, noting a change in format for reporting to the Board and welcomed feedback from committee members. Revenues in Operating are consistent with expectations and the projected deficit in domestic tuition will be made up in-part through international tuition. The AVP noted while this projection equates to less than 1% of budget, staff are actively engaging in follow-up with potential students for the winter intake. While expenses are lower than expected, this is likely due to timing of transactions and projections remain on budget.

Ancillary revenues are reporting 98% of budget and it is expected that revenues will surpass overall targets. Conference services has already surpassed budget, as the University housed many guests in summer accommodations and saw an increase in corporate events throughout the summer months. This budget variance will assist in covering a projected revenue shortfall from Extended Learning as the department continues to work through administrative policy development.

Without the additional transfer from reserves, the combined Operating and Ancillary budgets are projected to be negatively impacted by approximately \$650k. The consolidated budget for this fiscal year was presented at a \$3.2 million deficit, and due to the use of reserves not impacting the consolidated results, the updated consolidated budget deficit is approximately \$3.3 million.

6. Institutional Planning Update

The Director, Institutional Planning and Analysis provided a high-level presentation of the ongoing collection and use of data within the institution. He presented sample dashboards, including an enrolment report and financial benchmarking data.

The Vice-President, Finance and Administration commented that this data will be instrumental in our ongoing efforts of finding efficiencies and setting targets for revenue generation.

7. Auditor General Update

The Vice-President, Finance and Administration spoke to the recent correspondence with the Office of the Auditor General of Ontario. Senior Administration was given the opportunity to respond to a document for factual clearance on financial management with questions and corrections. A draft governance report has not been received at this time.

Committee members expressed their willingness to provide feedback, and the VPFA noted that when a draft report is received, administration is only provided a short turnaround time for comment. The final draft report will be shared with the Board when available.

8. General Security Agreement Update

The administrative team has engaged KPMG to assist with advice throughout the General Security Agreement negotiation process. A meeting is scheduled with TD Bank later this week to continue discussions.

9. Financial Sustainability

The Vice-President, Finance and Administration provided an in-depth update on the ongoing financial sustainability projects, including finding operational efficiencies, managing risk and driving innovation and growth. Advocacy efforts with the Ministry continue, and she spoke to the current projections, noting that with the decline in expendable cash, plans are underway with the Ministry of Colleges and Universities to discuss potential bridge financing assistance as well as equity with the Northern Grant.

The VPFA remains confident in revenue generation efforts and noted the strategic planning process, along with the Strategic Enrolment Management (SEM) group and a renewed focus on Ancillary Services and fundraising plans. Questions were raised around the makeup of the SEM group, and the VPFA will confirm if there is both Indigenous and student representation on the committee.

10. Other Business

There was no further business.

The meeting adjourned at 12:15 p.m.

Recording Secretary

Committee Chair

NIPISSING UNIVERSITY BOARD OF GOVERNORS

COMMUNITY RELATIONS COMMITTEE MEETING

OPEN SESSION

October 24, 2022

The Community Relations Committee met on October 24, 2022, at 1:30 p.m. in the President's Boardroom (F303) and via Zoom remote conferencing.

Members Present: Fran Couchie, Committee Chair
Veronica Alfonso
Marianne Berube
Stacie Fiddler
Riley McEntee
Judy Smith
Bobby Ray
Kevin Wamsley
Abby Blaszcyk (University Secretary – non-voting)

Regrets: Paul Cook
Maurice Switzer
Lisa Snider
Cheryl Sutton (VPFA – non-voting)
Carole Richardson (Provost & VPAR (Interim) – non-voting)

Guests: Cristin Christopher, Director, Advancement & External Relations

Recording Secretary: Maggie Horsfield, Executive Assistant, Office of the President

1. Welcome/Call for Conflicts of Interest

The meeting was called to order at 1:34 pm. The Committee Chair called for any conflicts of interest; no such conflicts were declared. A traditional land acknowledgement was offered.

2. Selection of Committee Vice-Chair

As outlined in the committee terms of reference, a Vice-Chair is to be selected for the committee at the first meeting of the year. As a result, Judy Smith agreed to assume the position.

3. Review of Committee Terms of Reference

The Terms of Reference were circulated with the committee agenda. The Chair encouraged members to familiarize themselves with the material.

4. Review of Annual Work Plan

The draft Annual Work Plan was circulated with the committee agenda. There were no questions or comments.

5. Community Update

The President spoke to the importance of the Community Relations Committee and highlighted both the relationship and differences between this Board committee and the Fundraising Committee. In an effort to identify any gaps in community relationships, the President provided an inventory of University events dating back to 2021, presented by the Director of Advancement & External Relations. The University has participated in or facilitated over 340 community events since August 2021, including a minimum of over 100 community partners. A more formal document will be compiled and circulated to the committee.

6. Homecoming

November 18 – 20, 2022, is Homecoming Weekend at Nipissing University. In advance of the first Homecoming event since before COVID, there has been an increased focus on digital marketing with specific targeted audiences in order to amplify registration.

7. Other Business

The Committee Chair asked committee members to ‘save the date’ for the annual Board Retreat, which will be taking place on December 3, 2022. The event will begin with the December Board meeting, and she encouraged all Board members to attend.

The meeting was adjourned at 2:10 p.m.

Recording Secretary

Committee Chair

NIPISSING UNIVERSITY BOARD OF GOVERNORS

FUNDRAISING COMMITTEE MEETING

OPEN SESSION

October 24, 2022

The Fundraising Committee met on October 24, 2022, at 2:30 p.m. in the President's Boardroom (F303) and via Zoom remote conferencing.

Members present: Kathy Wilcox, Committee Chair
Marianne Berube
Joe Sinicrope
Fran Couchie
Bobby Ray
Wenda Caswell
Kevin Wamsley
Montana Taylor
Preston English (non-voting)
Cheryl Sutton (VPFA – non-voting)
Carole Richardson (Provost & VPAR– non-voting)
Abby Blaszczyk (University Secretary – non-voting)

Regrets: Paul Cook
Lisa Snider

Guests: Cristin Christopher, Director, Advancement & External Relations

Recording Secretary: Maggie Horsfield, Executive Assistant, Office of the President

1. Opening Remarks/Call for Conflicts of Interest – Bobby Ray, Committee Chair

The meeting was called to order at 2:30 p.m. The Committee Chair called for any conflicts of interests; no such conflicts were declared. A traditional land acknowledgement was offered.

2. Selection of Committee Vice-Chair

As outlined in the committee terms of reference, a Vice-Chair is to be selected for the committee at the first meeting of the year. As a result, Bobby Ray agreed to assume the position.

3. Review of Committee Terms of Reference

The Chair encouraged everyone to review the Terms of Reference for the Fundraising Committee.

4. Review of Annual Work Plan

The Chair referred members to the draft Annual Work Plan document that was included with the agenda. She asked if there were any comments/questions regarding the draft; there were not.

5. Advancement Report

Cristin Christopher, Director, Advancement & External Relations reviewed the financial summary for donations received compared to the year prior. She spoke to a number of items of interest within the advancement report, including donor retention rates, monthly and annual donor statistics and several impact highlights. The highlights included an anonymous donation for the installation of a teepee located at the south entrance of the Education Centre, the creation of the Mino-Bimaadiziwin Cultural Development Bursary and the establishment of the Dr. Diana Walton Memorial Scholarship. The full presentation is appended to the minutes.

Questions were welcomed and a committee member requested additional information around the retention rate of donors. The Director noted that while the acquisition rate is high, the retention rate is below average, and this is attributed to the small size of the Advancement team and these benchmark rates are expected to shift with the recent addition of a Development Officer.

An additional inquiry was raised around fundraising during Homecoming weekend. To avoid donor fatigue leading up to Giving Tuesday, Homecoming events will be an opportunity to cultivate and steward potential donors.

6. Other Business

The Committee Chair asked committee members to save the date for the annual Board Retreat to take place on December 3, 2022. The event will begin with the December Board meeting, and she encouraged all Board members to attend.

The meeting was adjourned at 3:05 p.m.

Recording Secretary

Committee Chair

NIPISSING

U N I V E R S I T Y

Alumni & Advancement Report

Fundraising Committee

October 24, 2022



May-September 2022 Last Month's Numbers 2021/2022 FY FY Diff +/-

Financial Summary

Captial 40 Cumulative Total	\$0.00	\$0.00	\$15,000.00	-\$15,000.00
Average gift	\$0.00	\$0.00	\$15,000.00	
# of gifts	0	0	1	
Largest gift	\$0.00	\$0.00	\$15,000.00	
Fundraising 50 Cumulative Total	\$857,164.70	\$804,892.21	\$177,940.24	\$679,224.46
Average gift	\$3,222.42	\$5,062.22	\$236.31	
# of gifts	266	159	753	
Largest gift	\$750,000.00	\$750,000.00	\$12,200.00	
Foundation Grant 60 Cumulative Total	\$0.00	\$0.00	\$400,000.00	-\$400,000.00
Average gift	\$0.00	\$0.00	\$400,000.00	
# of gifts	0	0	1	
Largest gift	\$0.00	\$0.00	\$400,000.00	
Revenue 70 Cumulative Total	\$105,845.79	\$72,932.78	\$154,241.06	-\$48,395.27
Average gift	\$889.46	\$701.28	\$440.69	
# of gifts	119	104	350	
Largest gift	\$47,608.00	\$47,608.00	\$47,203.50	
Endowment 80 Cumulative Total	\$271,506.49	\$261,966.64	\$172,883.09	\$98,623.40
Average gift	\$3,824.04	\$6,237.30	\$1,184.13	
# of gifts	71	42	146	
Largest gift	\$250,000.00	\$250,000.00	\$100,000.00	
Planned Gift Pledge	\$0.00	\$0.00	\$68,000.00	-\$68,000.00
Average gift	\$0.00	\$0.00	\$68,000.00	
# of gifts	0	0	1	
Largest gift	\$0.00	\$0.00	\$68,000.00	
Cumulative (not incl planned gift)	\$1,234,516.98	\$1,139,791.63	\$920,064.39	\$314,452.59

Advancement Report

The Advancement Team has hit the ground running on supporting the University over the 22-23 academic year.

- Last week, we welcomed a new development officer to our ranks to further engage with the University Donors.
- Yearly workplan development reflecting strategies to improve systems and processes, deepening relationships with existing donors, retention and engagement metrics.
- Goals this year in addition to revenue include more frequent donations (monthly donors), donor retention, and donor stewardship.
- Working in close collaboration with Lakers Athletics, the Office of Indigenous Initiatives, and the finance office to formalize our processes and deepen our working relationships.
- Much of the work we undertake this year is to build a solid foundation that will allow us to respond to the priorities that emerge out of the strategic plan.

Advancement Report

Data Benchmarks

These data benchmarks are pulled using our CRM, Raiser's Edge NXT. The averages listed below the Nipissing statistics are pulled from the data of other charitable organizations using Raiser's Edge in Canada. This data is hugely beneficial as it allows us to compare our performance to other charities.

Donor Acquisition and Retention Rates:

	Retention Rate	Recapture Rate	Acquisition Rate
Nipissing	14.69%	4.32%	11.89%
Average	28.76%	7.15%	7.03%

- Retention Rate: Gave during 2022 and the previous year
- Recapture Rate: Gave during 2022 and two-to-five years prior
- Acquisition Rate: Gave first gift, or again after five years, during 2022

Advancement Report

Giving:

	Revenue per Donor	Recent Donors	Current Donors
Nipissing	3.00K	2.46K	477
Average	1.19K	4.47K	942

- Revenue per Donor: Average total giving by a donor during 2022
- Recent Donors: Gave in the past 5 years
- Current Donors: Gave this year

Benchmark Summary

- Benchmark's will be reviewed semi-annually to ensure we are improving our performance as an advancement team.
- In most areas, rates are below average - attributed to our small team size and everyone working at capacity to help process and secure donations. With the recent investment of a development officer, we will implement strategies that will help us improve these data points.
- Our main area of focus will be improving our retention rates, which will have an affect on the other benchmarks. We are strategizing around how to increase the number of unrestricted donations we receive, as well as keeping our donors engaged with the organization after their initial donation.

Advancement Report

Monthly Donors Statistics:

	FY2021	FY2022
Monthly Donors	9	9
Staff and Faculty Donors	13	14

Despite some changes in donors, our staff and Faculty Giving and monthly donors numbers have remained the same year over year. All of our monthly donors are currently giving to a Scholarship, Awards and Bursaries, so there is scope to increase engagement with donors to consider giving to other areas of the University.

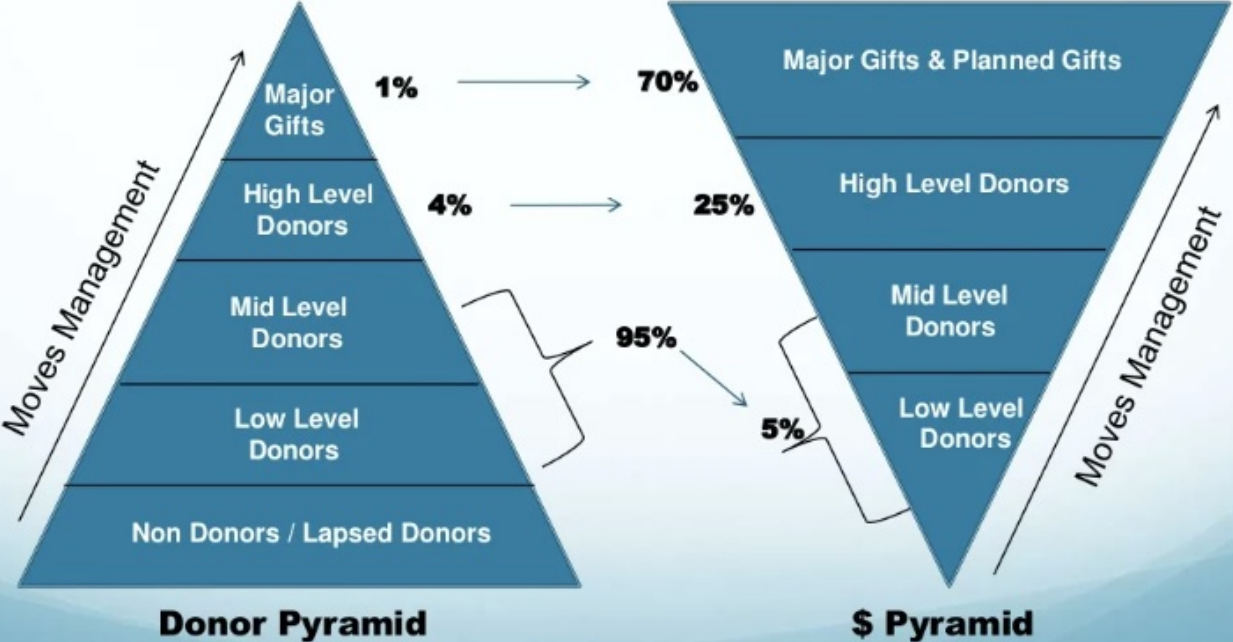
Annual Donor Statistics:

Between 2016 to 2021, Nipissing University had 35 donors give consecutively year over year. We will use this figure as a future benchmark to see if our stewardship strategies encourage more donors to make recurring gifts. We plan to deepen our relationships with this donor pool in order to steward them along the donor pipeline.

Advancement Report

Donor and \$ Pyramids

5% of Donors = 95% of \$



Moves Management:

Strategy that supports a donor cultivation process that is donor-centric, sustainable and effective to moving them along the donor journey.

An essential function of stewardship supports this process.

Impact Highlights

George and Hellen Vari Foundation Donation

The George and Hellen Vari Foundation has donated \$1 million to Nipissing University to establish the George and Hellen Vari BIPOC Student Scholarship and Bursary Fund and the George and Hellen Vari Simulation Fund.

Anonymous Donations for Installation of Teepee

We had two anonymous donors come forward to provide funding for the installation of a teepee on campus. This summer, a teepee was installed outside the Harris Learning Library which can be viewed as you enter campus on college drive. This teepee is a meeting place for cultural activities, as well as outdoor education opportunities.

Mino-Bimaadiziwin Cultural Development Bursary

The Mino-Bimaadiziwin Cultural Development Bursary is designed to support Indigenous student cultural revitalization as a way of creating space where balance can be pursued through Indigenous ways of knowing and learning. Funds from this bursary are to be used to support an Indigenous cultural engagement which will positively impact the student experience.

Dr. Diana Walton Memorial Scholarship

The Canadian Federation of University Women North Bay (CFUW North Bay) established a scholarship in memory of Dr. Diana Walton, a long-time faculty member at Nipissing University. The scholarship will provide \$1,000 per year for 15 consecutive years. This scholarship is awarded to a North Bay and area female identifying student who are continuing their full-time studies in the faculty of arts and science at Nipissing University.

Alumni Strategies and Updates

- Increase alumni engagement;
- Review affinity programs, services, and events;
- In addition to our Alumni Relations Coordinator, we have a NU Works student joining us this year as an Alumni Assistant;
- Implementation of chapters in key markets;
- Homecoming Weekend from November 18-19!
- Supporting NUAAB through alumni communications, engaging with alumni as part of Nipissing events, and working with our affinity partners to coordinate logistics of on campus events and exploring ways to increase affinity revenue to the University.

Other Business



NIPISSING UNIVERSITY BOARD OF GOVERNORS

PLANT & PROPERTY COMMITTEE MEETING

OPEN SESSION

October 24, 2022

The Plant & Property Committee met on Monday, October 24, 2022, at 3:30 p.m. in the President's Boardroom (F303) and via Zoom Remote Conferencing.

Members present: Patti Carr, Chair
Marianne Berube
Judy Koziol
Joe Sinicrope
Veronica Afonso
Montana Taylor
Kevin Wamsley
Preston English (non-voting)
Cheryl Sutton (non-voting)
Abby Blaszczyk, University Secretary (non-voting)

Regrets: Paul Cook
Dave Smits
Maurice Switzer
Carole Richardson (non-voting)

Guests: David Drenth, Director, Facilities
Renee Hacquard, AVP, Finance & Infrastructure

Recording Secretary: Maggie Horsfield, Executive Assistant, Office of the President

1. Opening Remarks/Call for Conflicts of Interest

The Committee Chair called the meeting to order at 3:31 p.m. She called for conflicts of interest regarding any of the agenda items; no such declarations were made. A traditional land acknowledgment was made.

2. Selection of Committee Vice-Chair

Judy Koziol agreed to serve as committee vice-chair for this academic year.

3. Review of Committee Terms of Reference

The committee terms of reference were circulated with the agenda and no questions or concerns were raised.

4. Review of Annual Work Plan

The draft Annual Work Plan was reviewed.

5. Capital & Construction Update

The Director of Facilities provided a capital and construction update. The presentation, which is appended to the PDF version of these minutes, included the following topics:

- **Project List**

The Director of Facilities reviewed the annual list of projects, noting that the costs of many of the projects will be covered by funds from the Facilities Renewal Program (FRP). He spoke in detail about the Nursing Simulation Lab and renovations to the RJ Surtees Athletics Centre, which is funded by both research funding and FRP funds. Renovations are also underway to existing classrooms to create the Centre for War Atrocities and Genocide, the only research space focused on the humanities. In response to a question about the necessity to renovate the existing classrooms, the Director of Facilities noted that an academic space review was undertaken and based on the utilization of the classrooms, the renovation was justifiable.

- **FRP Funding**

This year, the University was allocated almost \$2.3 million in Facilities Renewal Program funding, which was a significant increase over previous years. The Director reviewed the campus infrastructure projects for 2022-23, including mechanical and electrical projects, as well as renovations covered under the FRP.

A committee member questioned if there was a correlation between insurance rates and infrastructural upgrades. The Director noted that the University is consistently in compliance with insurance recommendations.

6. Other Business

The Committee Chair asked committee members to save the date for the annual Board Retreat to take place on December 3, 2022. The event will begin with the December Board meeting, and she encouraged all Board members to attend.

The meeting adjourned at 4:09 p.m.

Recording Secretary

Committee Chair

NIPISSING

U N I V E R S I T Y



Plant and Property - October 2022

Plant and Property Committee Meeting

Capital and Construction

1. Infrastructure and Construction Project Update
2. Review of Facilities Renewal Program, MCU Capital Projects
3. Nursing Simulation Lab - Project Update



Infrastructure and Construction Project Update

Planning and Funding

- Review list of ongoing projects funded through multiple programs and budgets



BPHE Renovation 'Groups for Youth Development'

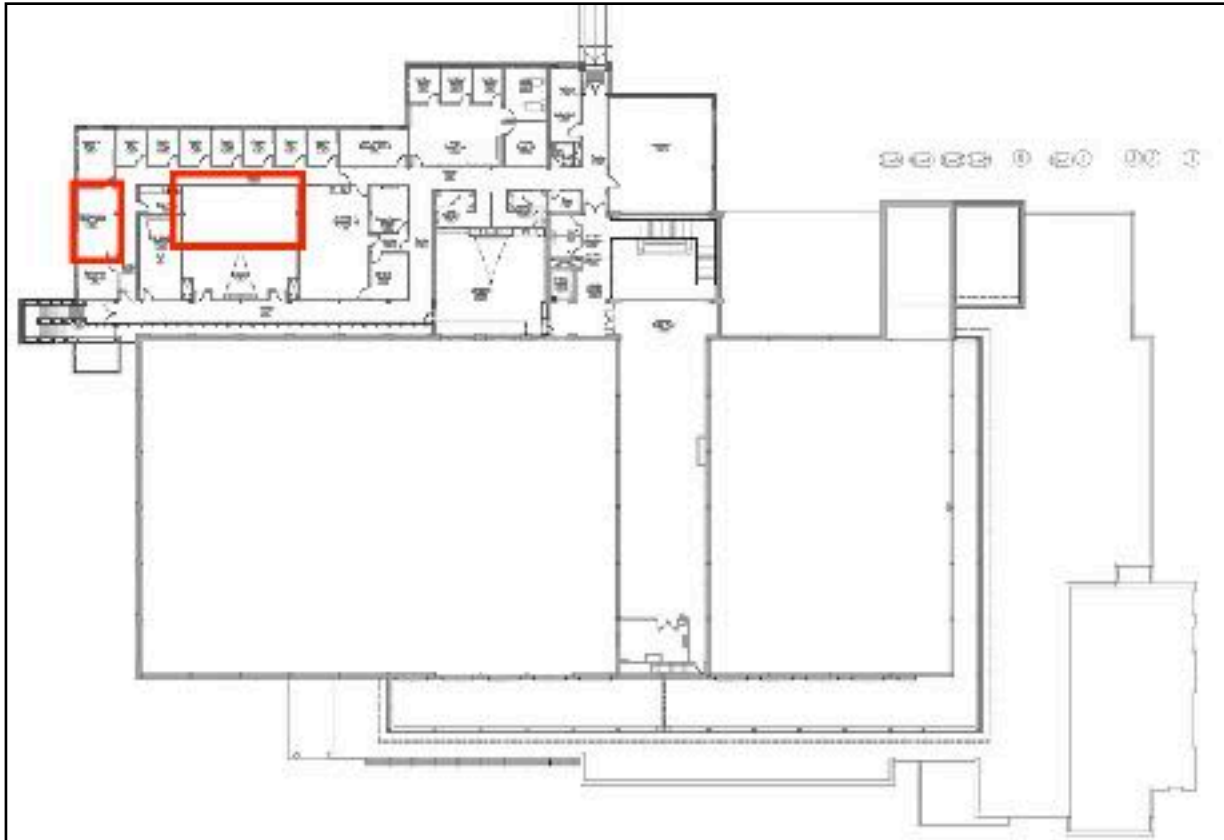
Renovation - existing space

Project Description:

- Renovate existing 2nd floor BPHE space to create new meeting rooms and offices
- The renovation provides a new family meeting room, a new boardroom, and 2 new offices to support the G4YD program delivery

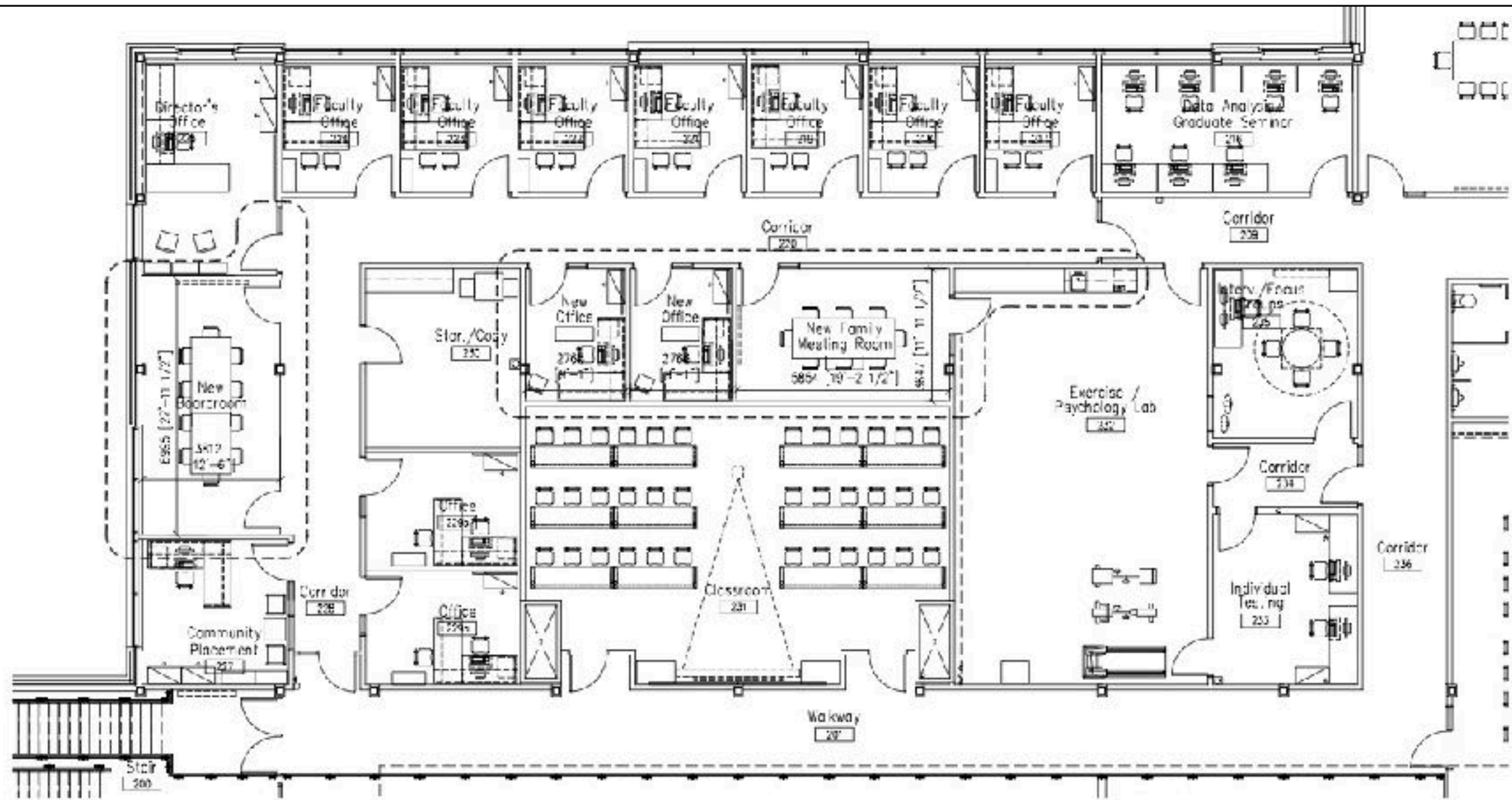


BPHE Renovation 'Groups for Youth Development'



Project Status Update

- Architect: Mitchell Jensen
- Contractor: Venasse Building Group
- Renovation Cost: \$275,000
- Funding Sources - Research, FRP
- Timing: Completion end of December '22
- Status: Demolition completed and framing underway. Temporary space arranged for program delivery in 2nd floor studio space. Revised timeline anticipated for next site meeting.





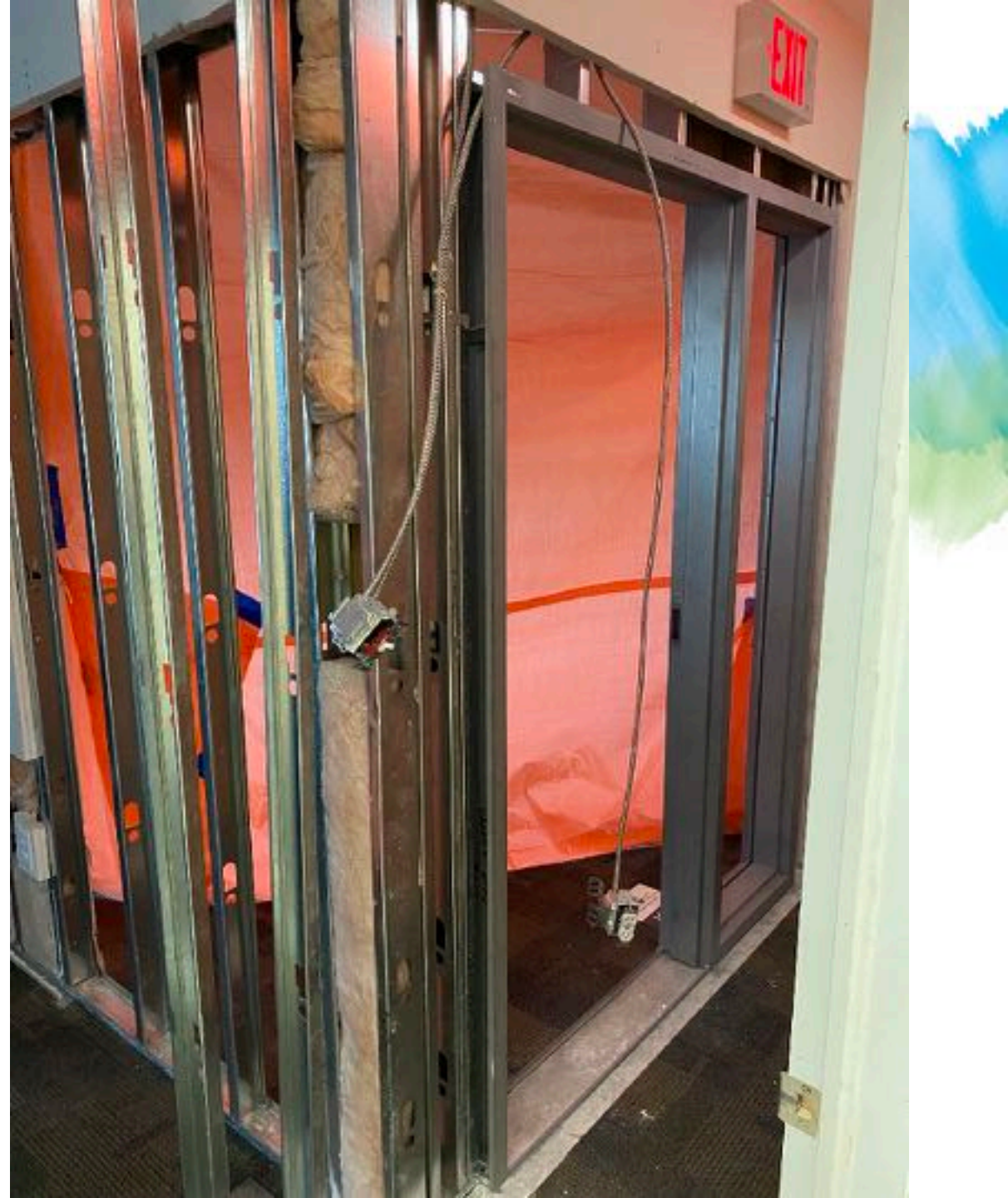
Back of Classroom - Framing of Offices & Family Meeting Room



Millwork installation in Exercise/Psychology Lab



Framing for new Boardroom





Framing for new Boardroom

CWAG - Centre for War Atrocities and Genocide

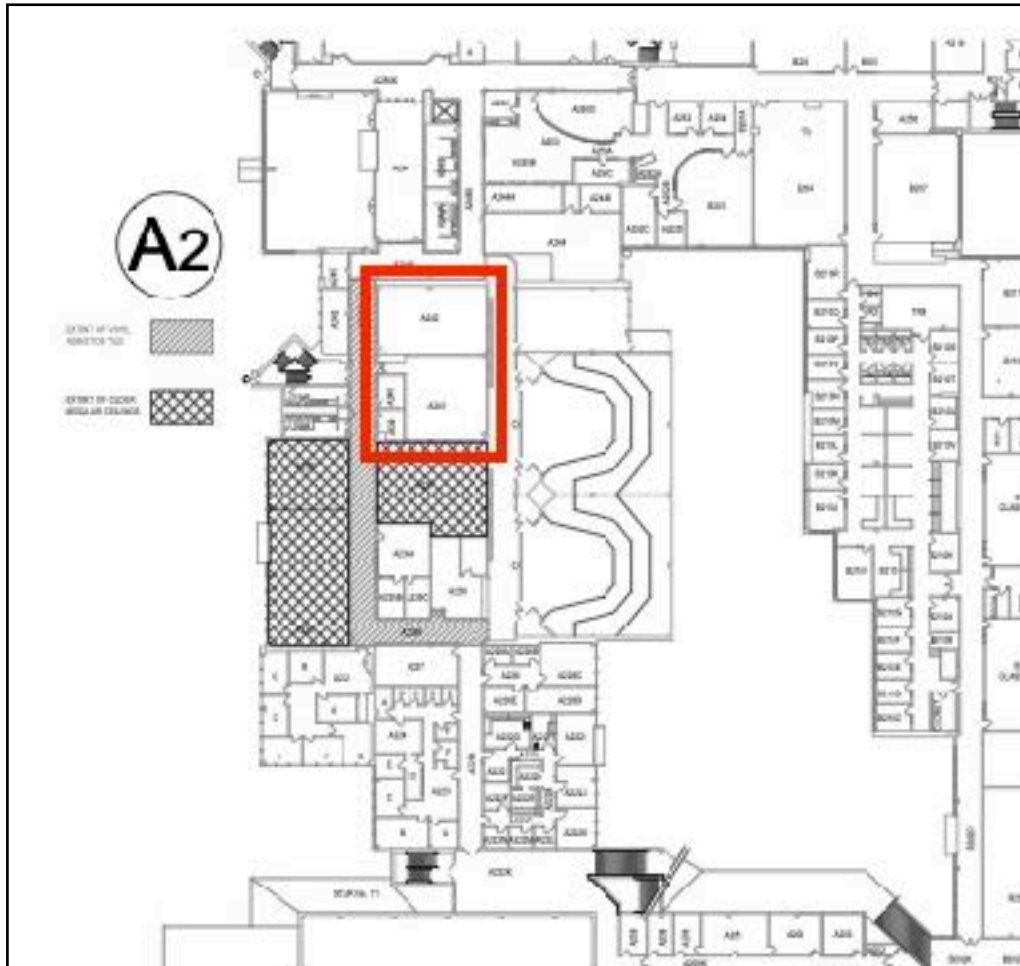
Renovation - existing space

Project Description:

- Renovate existing 2nd floor A-Wing space (original portion of Education Centre)
- Approximately 2,000 sqft renovation
- Space includes room for film & gaming review, a library lounge, student work centre, multi-purpose seminar/classroom, and film editing with offices
- Unique opportunity representing the only space dedicated to research in the humanities at NU.

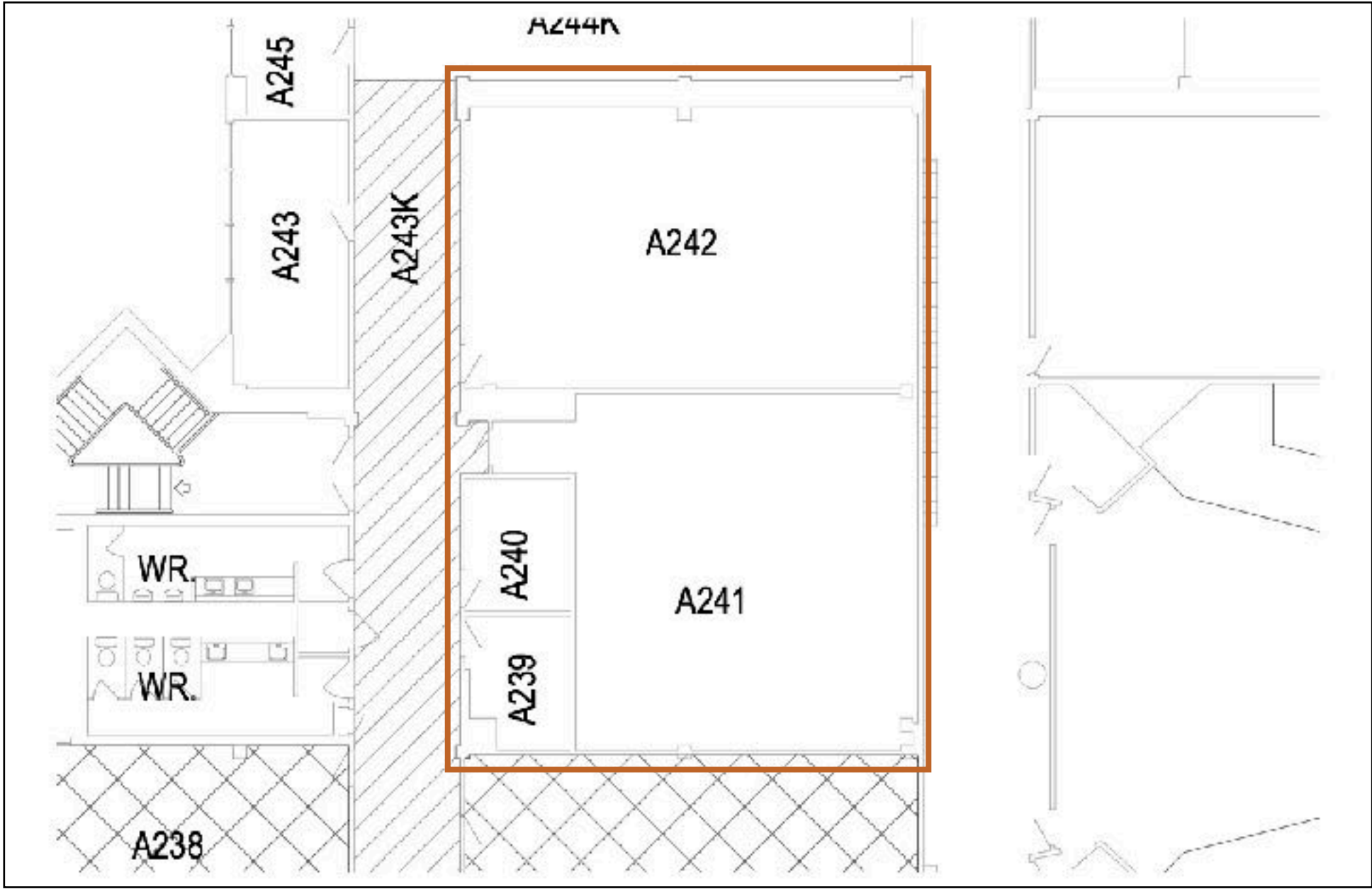


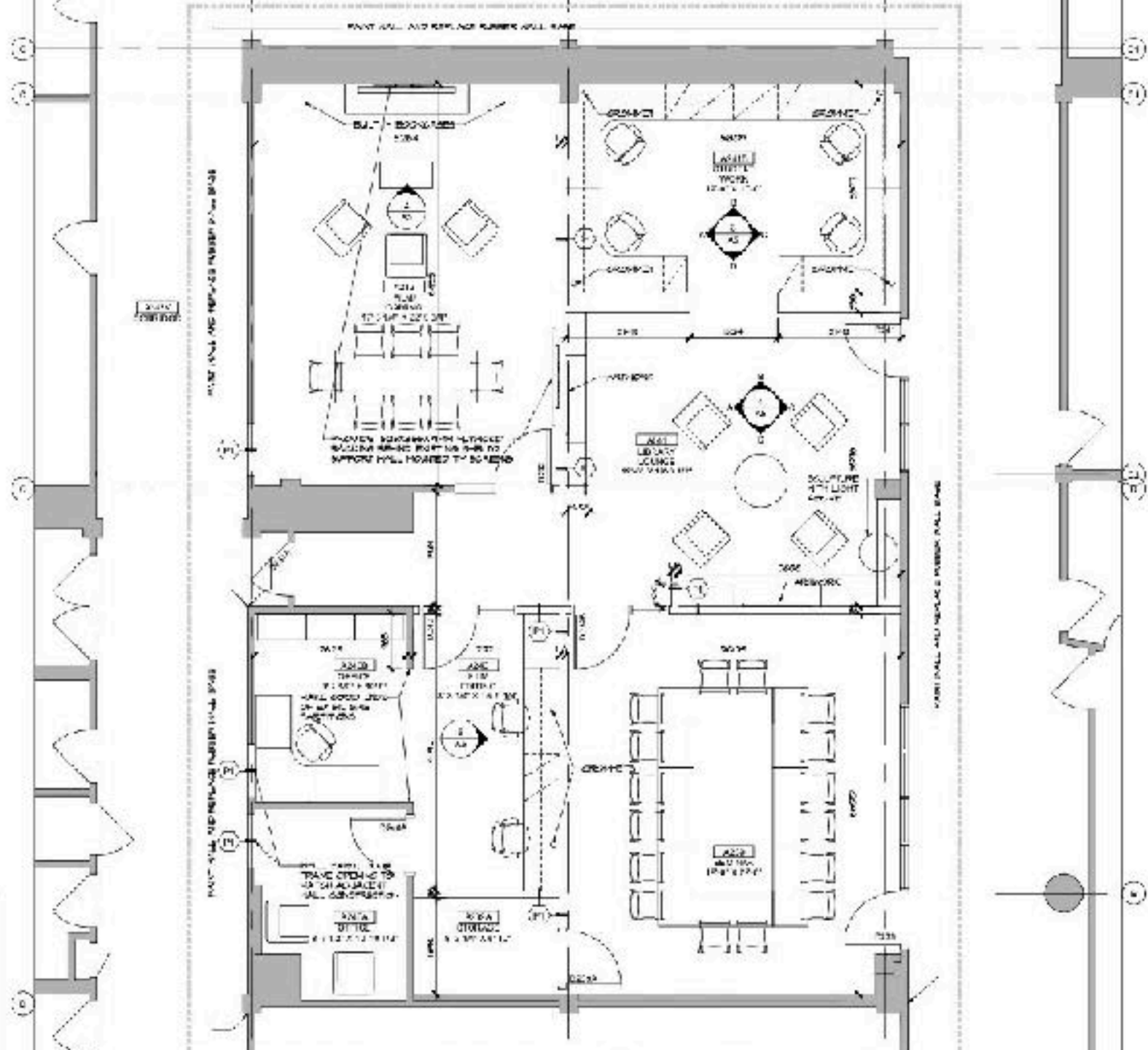
CWAG - Centre for War Atrocities and Genocide



Project Status Update

- Architect: Bertrand Wheeler Architects
- Contractor: Venasse Building Group
- Renovation Cost: \$435,000
- Funding Sources: Research, FRP
- Timing: End of December '22
- Status: Demolition completed and framing about to be initiated. Challenges with building elevations required additional review. Revised timeline anticipated for next site meeting.





PROJECT: NEW BUILD, FINANCIALITY
 CHANGING PRACTICE
 700 SULLY DRIVE
 HOUSTON, TEXAS 77057

114 FLORIDA

Bertrand Wheeler architecture inc.

874 Peach Street
 North Bay, CA 94901
 415.325.1000
 BERTRANDWHEELER.COM

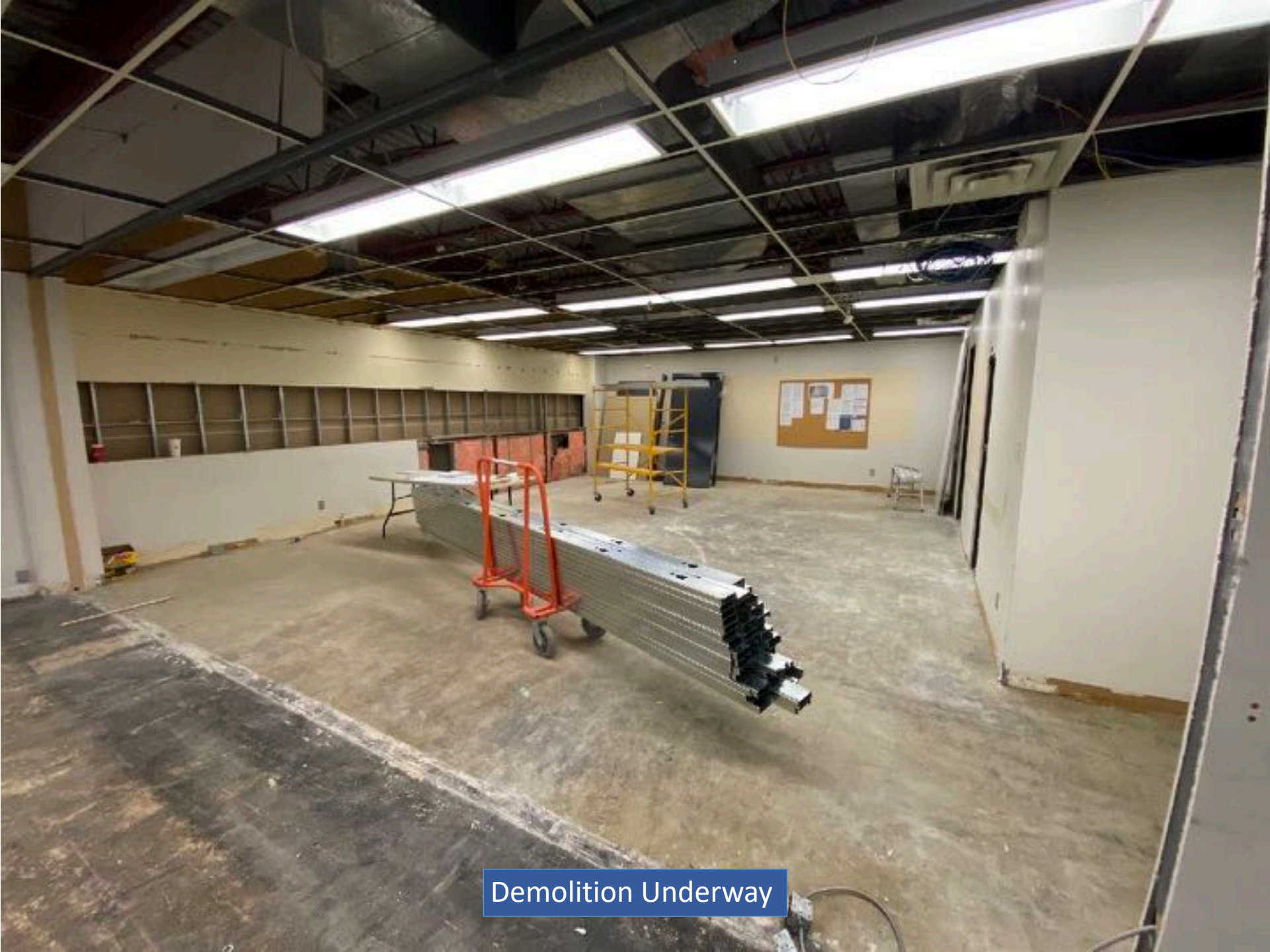




Original Classroom A241



Original Classroom A242



Demolition Underway





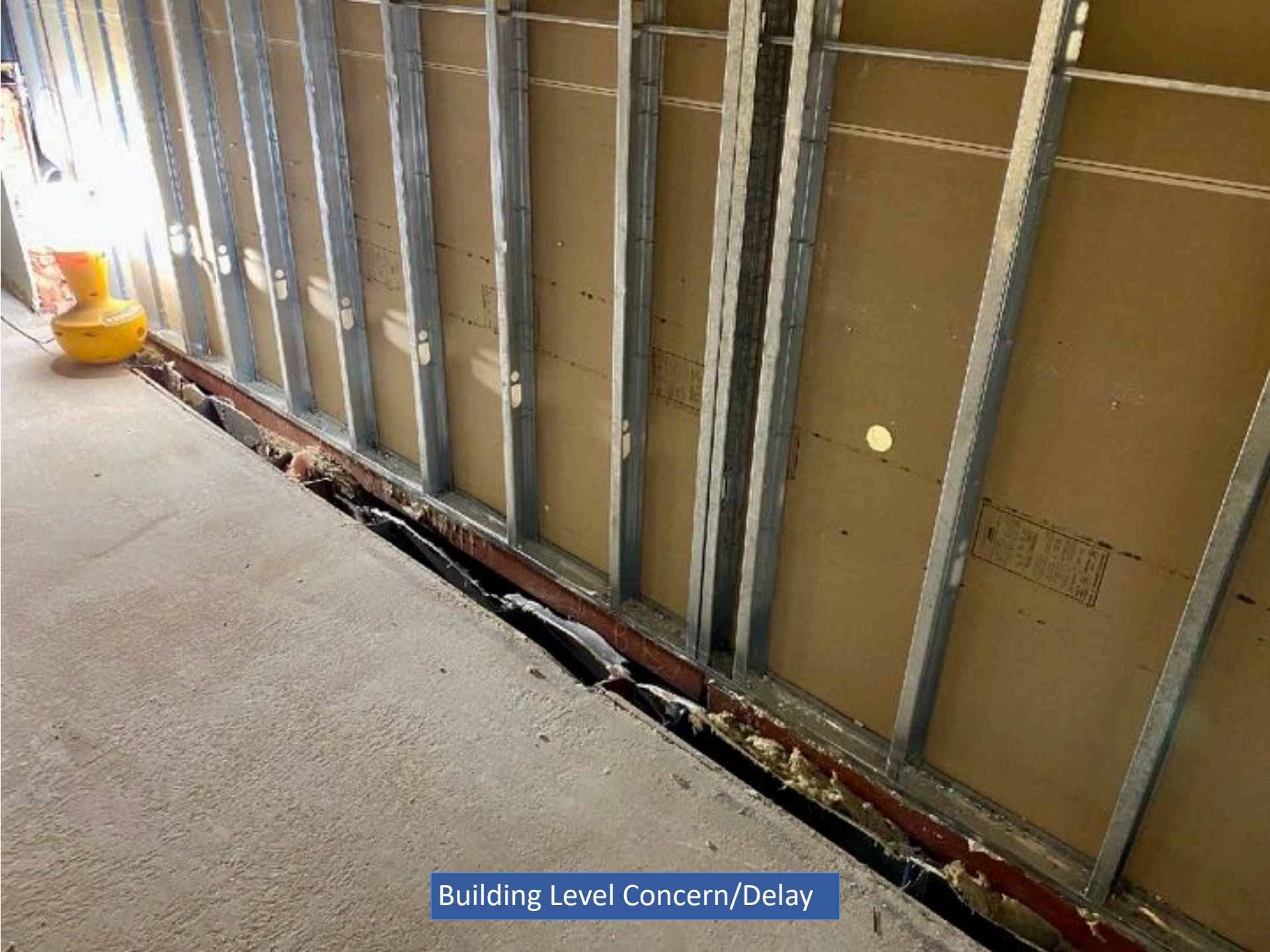
Demolition Underway





Framing Materials On-Site





Building Level Concern/Delay



FRP Funding

Facility Renewal Program REVIEW

- The purpose of the Facilities Renewal Program is to assist postsecondary education institutions with renewing and modernizing their campuses through the repair and renovation of existing facilities and campus infrastructure.
- 2021-22 Nipissing University was allocated \$1,648,700
- 2022-23 Nipissing University has been allocated \$2,344,600 - an increase of \$695,900
- Examples of eligible items include:
 - repairs made to the fabric and structure of buildings;
 - repairs to building service equipment and electrical or mechanical systems, and built-in general academic support equipment;
 - alterations and renovations to existing space to improve the condition and efficiency of teaching and research functions

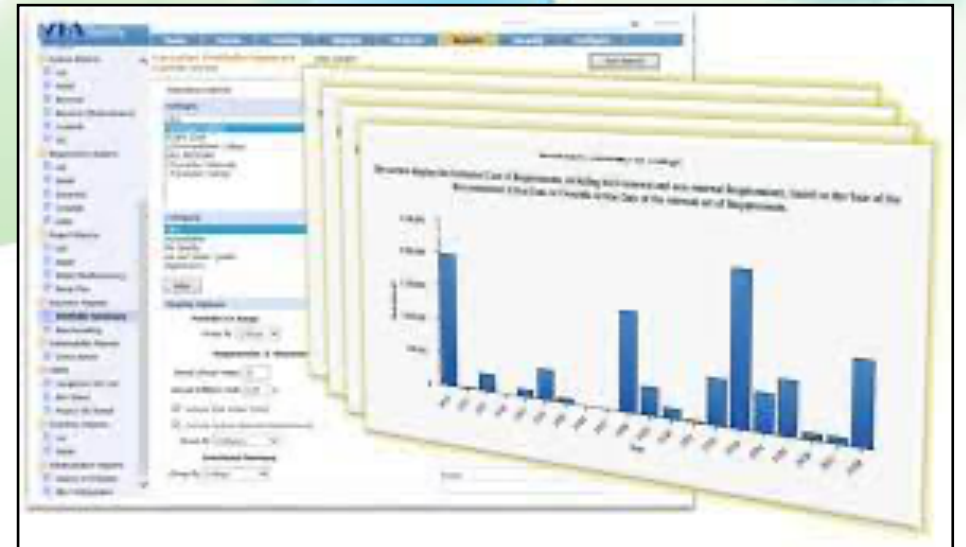
FRP Funding

Project Summary

- The following projects have been initiated for the 2022-23 Facility Renewal Program
- The projects are categorized by the following:
 - **Campus Infrastructure**
 - **Mechanical & Electrical**
 - **Building Envelope**
 - **Renovation**
- Each project has been given a justification tag to help explain why it is necessary
- NOTE: The projects listed are in excess of our FRP allocation. That is the practice requested by the Ministry in case any project(s) is denied on eligibility requirements. Any projects not covered this year will be deferred until a future year.

FRP - Campus Infrastructure

- 2023 - Fire Annunciator Panel - \$225,000 - Safety Improvement
- 2023 - Substation Overhead Feed - \$75,000 - Infrastructure Planning
- 2023 - Pedestrian Pathway - \$50,000 - Safety Improvement
- 2023 - Substation Ground Grid - \$35,000 - Infrastructure Planning
- 2023 - Submetering - \$2,500 - Infrastructure Planning
- 2023 - Pond Restoration - \$35,000 - Safety Improvement
- 2023 - Sidewalk Removal - \$7,500 - Safety Improvement



FRP - Mechanical & Electrical

- 2023 - H-Wing Mechanical Condenser - \$10,000 - End of Life
- 2023 - Server Room Humidity Control - \$22,000 - Necessary Repair
- 2023 - Transformers Kirk Key Protection - \$12,000 - Safety Requirement
- 2023 - B-Wing Electrical Panel Replacements - \$35,000 - End of Life
- 2023 - Jane St Lighting Replacement - \$20,000 - End of Life
- 2023 - Server Room Power Upgrades - \$25,000 - Infrastructure Planning
- 2023 - Hallway and Classroom LED Lighting - \$120,000 - Energy Reduction
- 2022 - 6 Rooftop Units Replaced - \$144,000 - End of Life



FRP - Building Envelope

- 2023 - Jane St Roofing - \$100,000 - End of Life
- 2023 - OII Roofing - \$75,000 - End of Life
- 2023 - RJ Surtees Roofing - \$100,000 - End of Life
- 2023 - H-Wing Exterior - \$50,000 - End of Life



FRP - Renovation

- 2023 - Nursing Simulation Lab - \$1,000,000 - Program Requirement
- 2023 - Remove Library Compact Shelving - \$25,000 - Necessary Repair
- 2023 - Smudging Ventilation - \$50,000 - Safety Requirement
- 2023 - Facility Assessments - \$25,000 - Project Planning
- 2023 - Fencing and Gates - \$10,000 - Campus Planning
- 2023 - A-wing Classroom Renovations - \$40,000 - Building Renewal
- 2023 - BPHE Renovation - \$50,000 - Research Renovation
- 2023 - LED Lighting - \$120,000 - Energy Savings
- 2023 - CWAG - \$50,000 - Research Renovation



Nursing Simulation Lab

Renovation - existing space

Project Description:

- Renovate existing 1st floor A-Wing space (original portion of Education Centre)
- Approximately 7,350 sqft renovation
- Space involves dedicated 'Acute Care Adult and Paediatric Simulation Rooms', 'Immersive Simulation' Rooms to provide various environmental settings, tutorial rooms, and meeting spaces
- UTS A127 space directly impacted requiring A139 renovation to accommodate

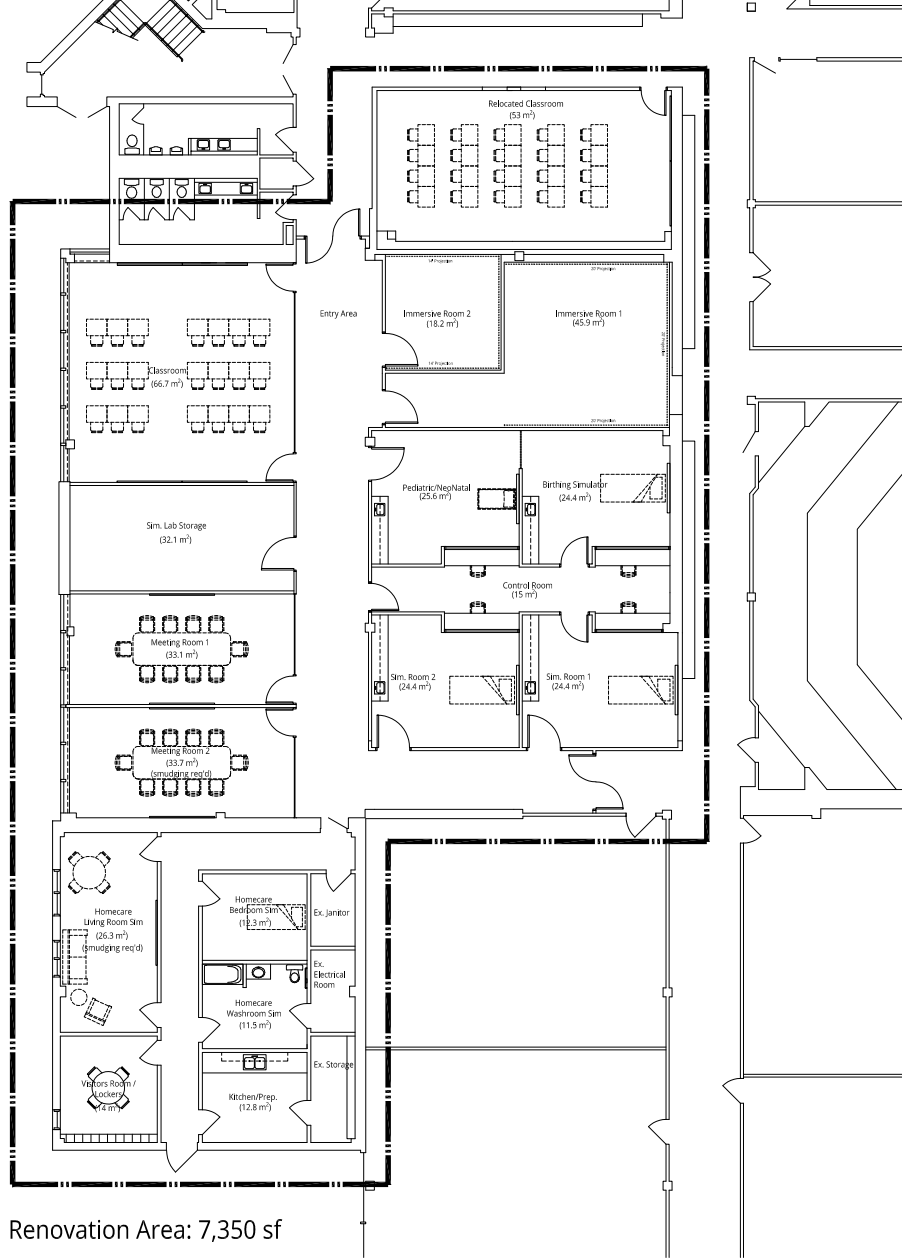


Nursing Simulation Lab



Project Status Update

- Architect: Mitchell Jensen Architects
- Contractor: Venasse Building Group
- Renovation Cost: \$1,520,000
- Funding Sources: FRP, Donations
- Timing: End of December '22
- Status: Demolition is complete. Framing is underway. Technology infrastructure under review. Revised timeline anticipated for next site meeting.



Total Renovation Area: 7,350 sf

MITCHELL
JENSEN
ARCHITECTS

Option 1a
NU Nursing Sim Lab
November 29, 2021



**INTERPROFESSIONAL
SIMULATION
CENTRE**



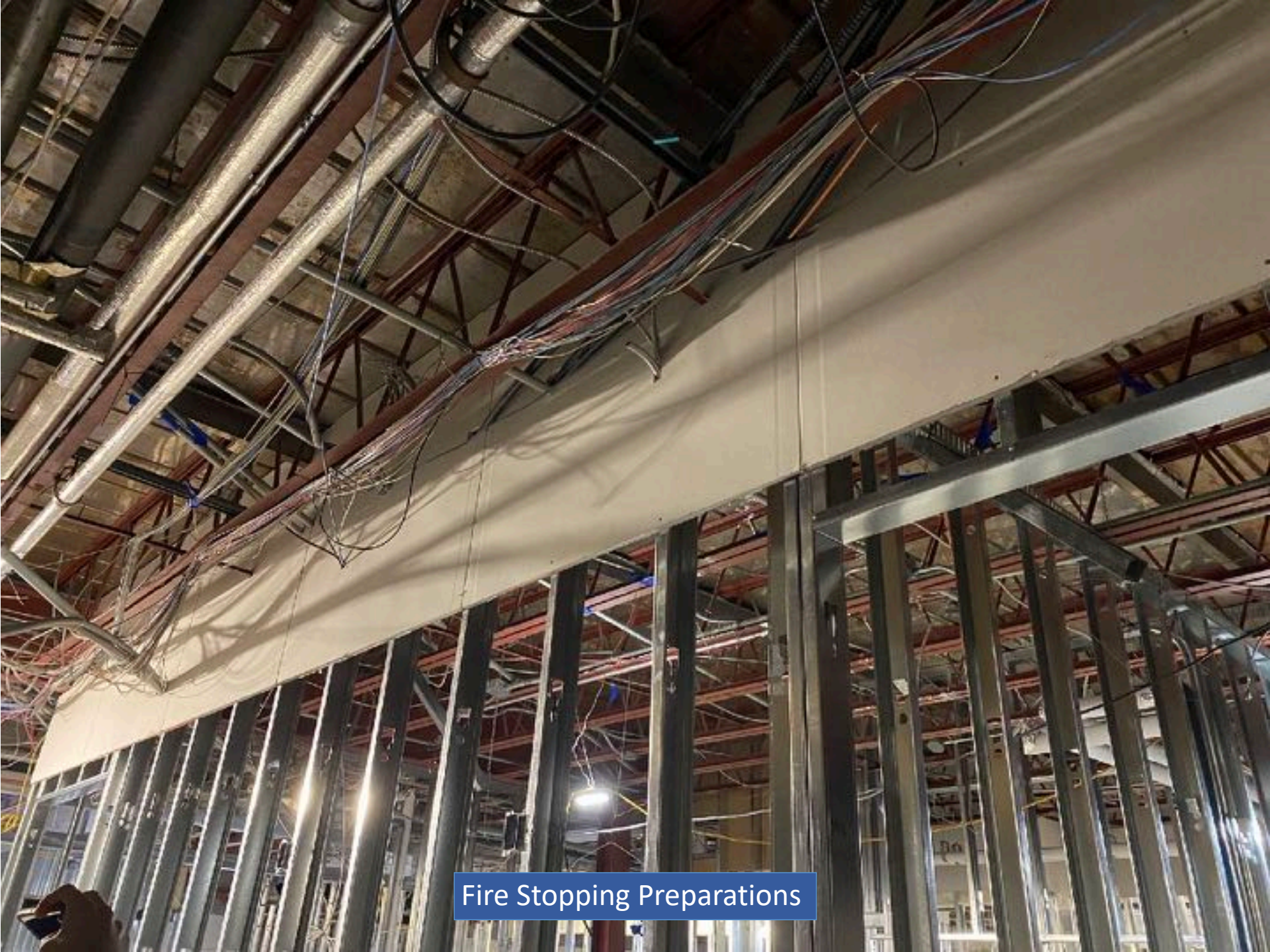






Future Classroom Space





Fire Stopping Preparations





MITCHELL
JENSEN
ARCHITECTS

NIPISSING UNIVERSITY UTS SPACE RENOVATION FINISHES





UTS Reception/Service Desk





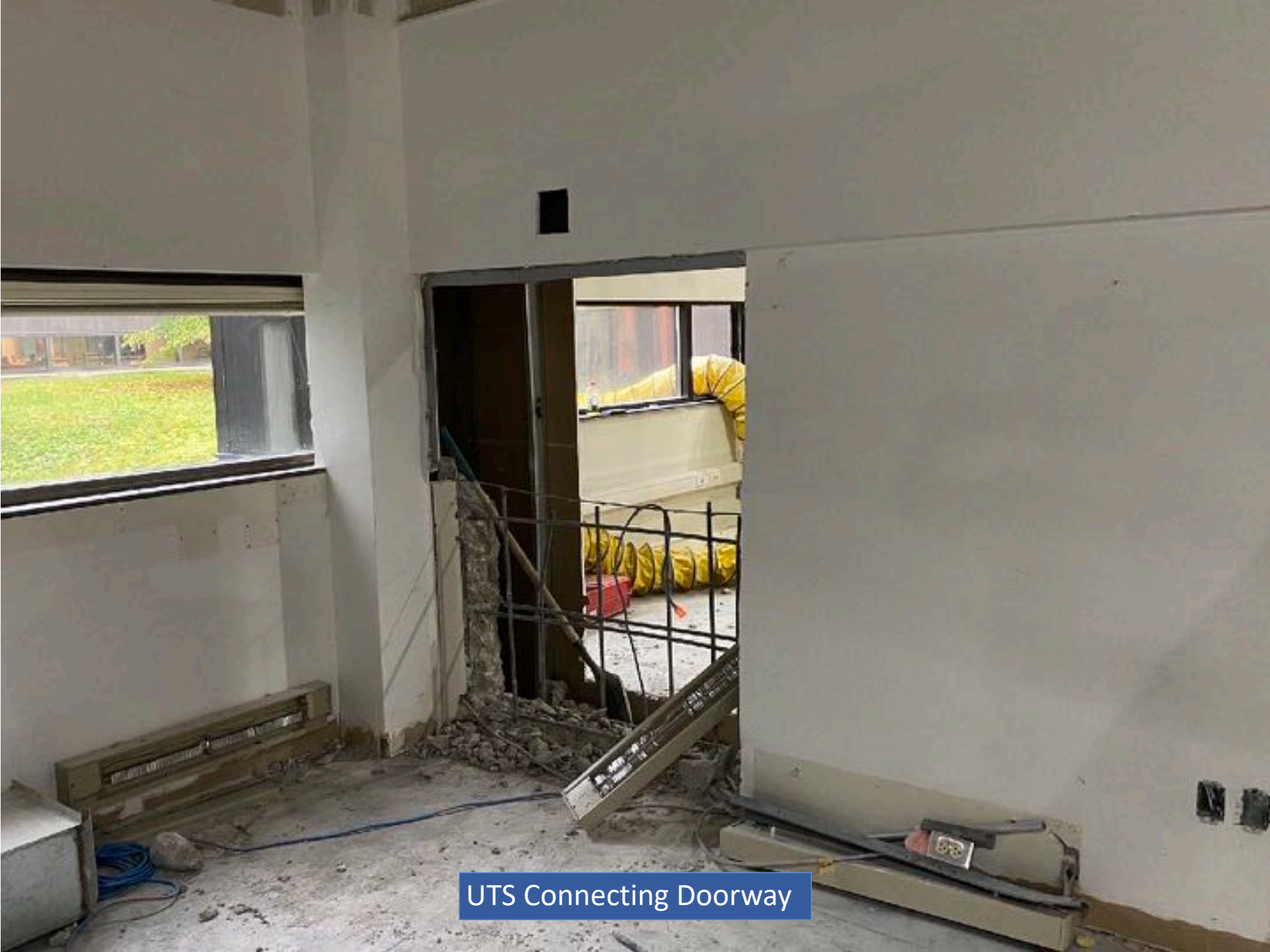
MITCHELL
JENSEN
ARCHITECTS

NIPISSING UNIVERSITY UTS SPACE RENOVATION FINISHES




UTS Back of House Work Area





UTS Connecting Doorway

The background is a soft, abstract watercolor wash. It features a mix of light and dark blue, teal, and green tones, with some darker, almost blackish-blue areas. The colors are blended together, creating a textured, painterly effect. The overall composition is centered around the word "End".

End



Nipissing University Alumni Advisory Board's Board of Governor's Report
December 2022

NU Works Student

The Alumni Office is thrilled to be working with a NU Works student this academic year. She will be focussing on research around alumni engagement and affinity partners. She will also be assisting the office staff execute events and engagement initiatives. We hope to use our research findings to inform future alumni offerings.

Homecoming

Homecoming 2022 took place on November 19-20, 2022. By all accounts it was a great success. We had a great turn out to a number of our events, and we were able to connect with alumni, students, faculty, staff and community members. A huge thank you to everyone who gave their time to make this weekend a success!

We look forward to soliciting feedback from registrants and internal teams at the University to inform the programming for Homecoming 2023.

NAAAB would like to take a moment to thank all board members who were able to join us for Homecoming. This annual event allows us to engage with the wider community, and we are so grateful for the engagement from so many University stakeholders.

Graduation Photography

Our first round of graduation photography with Life Touch began on November 23rd. Demand for this service this year has been exceptional, and we have opened booking for a three-week period. As soon as we have information about future photography periods, we will open more spots.

End of Year Engagement

Nipissing University's Alumni will be receiving several communications from the University as we wrap up 2022. Our alumni community is being solicited as part of the annual Giving Tuesday appeal, which focusses on Indigenous Bursaries and Scholarships. More information on this can be found at nipissingu.ca/givingtuesday.

In addition to this appeal, we will also be sending out our annual advancement update to alumni. This communication will be a part of the end of year giving strategy, which is also raising funds for Indigenous Bursaries and Scholarships.

We look forward to wrapping up the season of giving by engaging with our Alumni about how they can give back to their Alma Mater.

Nipissing University Indigenous Council on Education Update to Nipissing University Board of Governors November 21st, 2022

The following are the latest developments of the Nipissing University Indigenous Council on Education since the last Board of Governors report submitted March, 2022:

- The NUICE Working Group has met on several occasions. Some achievements of this working group to date include (but is not limited to) the following...
 - Re-imagining the Community Caucus – This 30min block of time has always been reserved for NUICE to listen to the needs of community members. In the past, it had always come at the end of each meeting. As a way of making community a priority, the community caucus has now been paced at the front.
 - Revisions of the NUICE Terms of Reference.
 - Review of the Nipissing University Elders & Knowledge Holders Honorarium Policy.
- **April 2022** – Enji giigdoyang staff was proud to celebrate with our graduates of the Indigenous Foundations Program and Undergraduate degrees. This year there were 11 student and 45 in attendance. The total number of Indigenous students who applied for graduation was 97.
- **April, July, 2022** – Maurice Switzer (NUICE Chair) had discussions with Nipissing University President, Kevin Wamsely regarding the need to have NUICE and Indigenous knowledge systems be considered at the forefront of strategic planning, rather than an afterthought. President Wamsely was happy to welcome the participation of NUICE and anything they wished to contribute.
- **June, 2022** – The VILLAGE Initiative – Nipissing University Indigenous students were invited to the University of Toronto from June 5th to 10th to engage in discussions regarding further education, meet with Indigenous Elders and Knowledge Holders, and discuss strategies for securing meaningful employment. Enji giigdoyang, Office of Indigenous Initiatives continues with maintain relationships with the University of Toronto.
- **July, 2022** – Nipissing University Tipi raised in new location – The tipi was raised parallel to the Mike Harris Learning Library. This allows the tipi to be front and centre for all who enter the campus on the main entrance, east side.
- **August, Sept. 2022** – On behalf of NUICE, Maurice Switzer (NUICE Chair) met with Nipissing University leadership to share that NUICE would like to have their contribution to the strategic planning process be a treaty with the institution. This treaty would embody the relationship and commitment that Nipissing University has with all Indigenous Peoples who send students to the institution.
- **Sept. 6, 2022** – NUICE and Nipissing University Leadership Meeting – This meeting took place in the tipi. Elder Mike Couchie was present to share a few words and start the discussion in a good way. Maurice Switzer shared with the university Executive team, the desire of NUICE to have a meaningful contribution to the strategic planning through treaty.
- **Sept. 20, 2022** – NUICE Meeting – This was the first NUICE meeting of the new academic year. This meeting focused on strengthening relationships with our Indigenous communities. As such, meeting guests were limited, and attendance solely focused on our Indigenous community reps.

- **Nov. 14, 2022** – Enji giigdoyang, Office of Indigenous Initiatives is happy to announce that Barbara Popkie is the successful candidate for the role of *Secretary to the Directory, Office of Indigenous Initiatives*. We look forward to welcoming her when she starts, Dec. 5th.
- **Nov. 18, 2022** – Nipissing University Strategic Planning Launch – A townhall was held for our campus-community. President Kevin Wamsley shared a high level overview of the strategic planning process and the generous gift from NUICE to enter into a treaty with the university as NUICE’s contribution to the strategic plan. NUICE Chair Maurice Switzer shared a few words about the importance of our collective responsibility to learn and grow throughout this process as we come to better understand that “we are all treaty people” and what that might mean for the future of Nipissing University.
- **Dec. 3, 2022** – Board of Governors retreat – At this upcoming retreat, board members agreed to engage in Treaty learning with NUICE Chair, Maurice Switzer. In addition, members will have the opportunity to ask questions and share their comments about this ongoing process of learning.
- **NUICE Working Group Members** – The following individuals have dedicated time and commitment to doing the work of NUICE between meetings. Membership includes the following...
 - Maurice Switzer – Chair, NUICE
 - Fran Couchie – BoG Chief’s Designate, Nipissing First Nation
 - Daniel Stevens – Nipissing First Nation, Director of Education
 - Paige Chartrand – NUICE Student Rep.
 - Dorothy Larkman – Indigenous Faculty Rep.
 - Erin Dokis – Indigenous Faculty Rep.
 - Chris Hachkowsk – Principal, Indigenous Education
 - Romeo Fournier – Director, Enji giigdoyang, Office of Indigenous Initiatives



Provost, Vice-President, Academic & Research
Report to the Board of Governors - December 3, 2022

PVPAR Report

Education and Professional Studies

- Nursing: Construction on the Interprofessional Simulation Centre is on time with hopes for completion at year end with training on simulators to begin in January.
- Social Work had their accreditation visit with positive comments about their programming and community ties. The final recommendation, including areas of improvement, is expected in February.

The Teaching Hub

- Since July, we have worked with many faculty members on nomination packages for the 2023 3M National Teaching Fellowship (original deadline Nov. 15th, 2022; extended to Nov. 25th, 2022). We anticipate three faculty members being ready for this application deadline. The 3M National Teaching Fellowship is Canada's most prestigious recognition of excellence in educational leadership and teaching at the post-secondary level.
- Work continues on the development of micro credentials

Objective: Increase Community Engagement with Nipissing University

The Office of the Registrar

Enrolment

2022/23 FTE enrolment total is down, however, our January intake remains and will include 200 Nursing students and approximately 50 International students.



Provost, Vice-President, Academic & Research Report to the Board of Governors - December 3, 2022

Recruitment

Domestic Recruitment:

Ontario high school visits have wrapped up for the season. We had a successful Open House on November 5th, with 300 prospective students, which well exceeded our pre-pandemic numbers for the 2019 Open House.

International Recruitment:

We completed a successful recruitment tour of Latin America in October, visiting Mexico, Columbia, Brazil, Peru & Ecuador.

Student Development and Support

Residence Life

Residence is currently sitting at 958 in house. Currently our Admissions Coordinator is working to place January applicants and determine the full range of vacancies that may arise at the end of the semester, in anticipation of on-going applications. We have 28 confirmed applications for January and should be able to place all of these within anticipated vacancies.

International Student Support

Programming:

This fall International Student Support has been focusing on developing and facilitating a variety of programming options for our international students, including social opportunities, academic sessions, and cultural events.

Our International Student Mentorship Program has been offering social activities to connect our students, such as hosting a Halloween Social when students were invited to join in and learn about the Halloween experience, enjoy pizza and candy and view a Halloween movie on the big screen.



Provost, Vice-President, Academic & Research

Report to the Board of Governors - December 3, 2022

On November 4th, 151 students, faculty, and staff joined in Nipissing University's first Diwali Celebration, hosted by SDS, NUSU & SOCU.

International Student Support initiated a Winter Clothing Drive in collaboration with NUSU, October 31st until November 8th

Last week, the President's Office, VPAR, ISS, invited all international students to a pancake and maple syrup breakfast.

Housing for International Students (Winter 2023)

We are currently working on a multi-faceted plan to ensure we are prepared for the arrival of a new intake of international students for the Winter 2023 semester and are doing an organizational review of our International Student service areas, including recruitment and admissions.

Arts and Science

- Dr. Colin McCarter, the Canada Research Chair in Climate and Environmental Change at Nipissing University, received \$600,000 in CFI funding. Dr. Carter is cross-appointed between the Department of Biology and Chemistry and the Department of Geography.
- Dr. Andrew Weeks, Chair, Department of Biology, with Dr. Phil Nickerson (Department of Biology and Chemistry), in collaboration with Queen's University are developing the first of its kind Neurotech Micro credential Program. [Nipissing partnering in delivery of new micro-credential addressing knowledge gaps in growing neurotech industry | Nipissing University](#)
- The Faculty of Arts and Science is ushering two new programs through approval processes (BA Environmental Studies; BSc Environmental Science): external reviews will take place next week.
- The new Post-Baccalaureate in Environment and Sustainability is of great appeal to international students. The program will welcome new international students in January 2023.



Provost, Vice-President, Academic & Research
Report to the Board of Governors - December 3, 2022

Graduate Studies and Research

- As of November, we have approximately 195 graduate students currently enrolled at NU, with 48 new admissions for Fall 2022.
-

Since the last meeting of the Board, researchers at NU received the following awards.

Award	Funder	Number	Total Value	Notified
Insight Development Grant	SSHRC	1	\$52,174	September
Canada Research Chair	Tri-Agency	1	\$600,000	November
John R. Evans Leaders Fund (JELF) – connected with CRC	CFI	1	\$137,990	November
JELF – Amendments, increasing funding	CFI	2	\$180,084	July

Objective: Develop a comprehensive long term financial strategy

Commercialization and Innovation

- The Ontario government is asking universities to complete the Commercialization Mandate Policy Framework to improve commercialization outcomes. The ministry has updated timelines from the original announcement. As part of this process, we are required to post a commercialization statement on NU's website (completed April 2022), complete a Commercialization policy (due December 15, 2022), and complete the first Annual Commercialization Plan (due February 15, 2023). The ministry will provide a reporting template for the commercialization plan (anticipated November 2022). Starting with the second Annual Commercialization Plan, institutions must publicly post their annual plans by



Provost, Vice-President, Academic & Research

Report to the Board of Governors - December 3, 2022

November 30th each year. All policies will move through university governance approval prior to being publicly posted. As such, a draft policy may be shared with the ministry to ensure we meet reporting deadlines.

- Nipissing University has signed an agreement with BioEnterprise, Canada's Food & Agri-Tech Engine, to become one of their Knowledge and Development Partners (official announcement expected in late November). This partnership provides opportunities to support agri-tech and food-tech innovation in Northern Ontario through new collaborative research partnerships, educational programs (e.g., IP education), and potential access to new funding opportunities.





Vice-President, Finance & Administration Report to the Board of Governors - December 3, 2022

VPFA Report

Office of Auditor General of Ontario Audit Report

- We have concluded our work with the OAGO staff and anticipate that the final report will be made public in early December.

Ancillary Services

- Sodexo has hired Nicolas Gignac, General Manager for the bar & restaurant at the NUSU Student Centre. The establishment is currently open for events with a priority to opening the nightclub when it is safe to do so. We are currently investigating various options for security coverage for the venue.
- During Homecoming Weekend, Sodexo opened the canteen at the Surtees Centre and sold food/beverages. This additional service was well received.
- Ancillary Services has also sold Lakers/Alumni merchandise in “pop-up shops” near the campus shot and at Memorial Gardens. Merchandise is also available at our Print Plus Location. Work continues on our online Lakers Shop with a goal to having it operational by Christmas.
- We will be hosting our first external Christmas party at the NUSU Student Centre in mid-December.

Labour Relations

- Bargaining continues with our Contract Academic Staff Bargaining Unit (CASBU). The parties will be meeting with the assistance of a Conciliator on December 12th and 23rd.

NIPISSING UNIVERSITY

(the “University”)

RESOLUTION OF THE BOARD OF GOVERNORS

RECITALS:

AMENDING AGREEMENT TO CREDIT AGREEMENT

- A. The University has agreed to enter into an amending agreement dated July 7, 2022 (the “**Amending Agreement**”) to the letter agreement (the “**Credit Agreement**”) dated June 22, 2017 between the University, as borrower, and the Toronto-Dominion Bank, as Lender (the “**Lender**”), pursuant to which the Lender has agreed to extend certain credit facilities to the University (the “**Credit Facilities**”);

GENERAL SECURITY AGREEMENT

- B. In connection with the Credit Facilities and other obligations of the University from time to time, the University has agreed to enter into a General Security Agreement (the “**GSA**”) to grant security to the Lender in all of its present and after acquired personal property;

RESOLVED THAT:

CREDIT DOCUMENTS

1. The University is authorized to borrow from the Lender under the Credit Facilities and to enter into and perform its obligations under the Amending Agreement and the GSA, all upon the terms and conditions set forth therein.

GENERAL SIGNING

2. One of the Board Chair or Vice-Chair of the Board of Governors and one of the President & Vice-Chancellor or a Vice-President of the University, are authorized and directed, on behalf of the University, to negotiate, finalize, execute and deliver the Amending Agreement and the GSA, with or without the corporate seal affixed, and with such additions, deletions or other changes to any such documents as such board member and officer, in such board member’s and officer’s sole discretion, may approve, such approval to be conclusively evidenced by such board member’s and officer’s execution and delivery of the Amending Agreement or the GSA, as the case may be.
3. One of the Board Chair or Vice-Chair of the Board of Governors and one of the President & Vice-Chancellor or a Vice-President of the University, are authorized and directed, on behalf of the University, to negotiate, finalize, execute and deliver, register or file such further documents, agreements, authorizations, elections, endorsements and instruments (with or without the corporate seal affixed) and to do all such other acts and things as are required or as such board member and officer, in such board member and officer’s sole discretion, may determine to be necessary or desirable in order to complete the transactions

contemplated in this resolution and contemplated in the documents authorized hereby, such determination to be conclusively evidenced by such board member and officer's execution and delivery of any such documents or instruments or the taking of any such action, as the case may be.

PAST ACTIONS

4. Any agreements, instruments or other documents executed and delivered and any and all acts and things done by any officer or board member on or before the date hereof determined to be necessary or desirable by such officer or board member in order to complete the transactions contemplated by this resolution are ratified, approved and confirmed in all respects.