



**UPEI BOARD OF GOVERNORS
BOARD OF GOVERNORS' MEETING
Thursday, March 25, 2025
Alumni Hall, Room 102 and Via Teams
4:00 pm**

APPROVED MINUTES

- Members Present:** Ms. Shannon MacDonald, Chair; Dr. Wendy Rodgers, President; Ms. Kateri Coade; Ms. Karen Creghan; Ms. Lynn Ellsworth; Hon. Diane Griffin; Mr. George Jiang; Dr. Geraldine Johnston; Dr. Christian Lacroix; Mr. Alex MacBeath; Dr. Alexander (Sandy) MacDonald; Ms. Camille Mady; Mr. Kevin Magee; Ms. Mary Anne McMahon; Dr. William Montelpare; Ms. Pam Montgomery; Ms. Carolyn Simpson; Mr. Brian Thompson; Ms. Sara Underwood; Prof. William Waterman and Dr. Betty Anne Younker
- Regrets:** Dr. Gary Evans; Mr. Don MacKenzie; and Dr. Ajay Sahajpal
- Invited Guests:** Ms. Heather Stamp, Consultant, MC Advisory; Dr. Marva Sweeney-Nixon, Associate Vice President Research and Dean of Graduate Studies; and Ms. Maria Steele, Manager, Research Administration, Partnerships, and Innovation
- Staff Present:** Ms. Sue Connolly, Vice-President, People and Culture (Interim); Ms. Tara Judson, Vice-President, Administration and Finance (Interim); Dr. Greg Naterer, Vice-President, Academics and Research; Mr. Dana Sanderson, Chief Information Officer; Mr. Pascal Robichaud, University Secretary; Mr. Bobby Cameron, Chief of Staff; Ms. Pam Trainor, Advisor to the Board of Governors; Ms. Willow Anderson, Administrative Assistant; and Ms. Kim Porter, Administrative Assistant to the Board of Governors
- 1. Call to Order, Welcome and Land Acknowledgement**
Chair, S. MacDonald called the meeting to order at 4:02 pm and acknowledged the land.
 - 2. Conflict of Interest**
There were no conflicts declared.
 - 3. Approval of Open Agenda**
MOVED by W. Waterman, **SECONDED** by K. Creghan that the March 25, 2025, open agenda be approved as presented. **CARRIED.**

4. Approval of Minutes

February 6, 2025

The draft open and closed minutes of the UPEI Board of Governors' meeting of February 6, 2025, were circulated prior to the meeting.

MOVED by C. Lacroix, SECONDED by W. Montelpare that the open minutes of the February 6, 2025, meeting of the UPEI Board of Governors be approved as presented. CARRIED.

MOVED by D. Griffin, SECONDED by G. Johnston that the closed minutes of the February 6, 2025, meeting of the UPEI Board of Governors be approved as presented. CARRIED.

5. Business Arising from the Minutes of February 6, 2025

There was no business arising from the minutes.

6. Business Arising from the Minutes of February 6, 2025, Closed Meeting

a. UPEI Board of Governors By-laws

b. Repeal of UPEI BoG Regulations & Procedures and UPEI Guidelines of the BoG

During the February 6, 2025, closed meeting, the Board of Governors approved the new UPEI Board of Governors By-laws and repealed two documents: UPEI Board of Governors Regulations & Procedures and UPEI Guidelines of the Board of Governors.

7. President's Performance Review Process

Heather Stamp joined the meeting.

It was noted that while the President's Performance Review Process is for discussion at the meeting, it will require Board approval at either a special meeting or via an e-vote.

H. Stamp reported on the process for developing the Framework for the President's Performance Review. Governors noted that the initial review will be conducted via a smaller review panel. It also noted that all parties, including faculty and students, will have an opportunity to contribute to the President's review in future years.

H. Stamp left the meeting.

8. UPEI Research Priorities and Results (Board Education)

Marva Sweeney-Nixon and Maria Steele joined the meeting to give Board members an educational session on research at UPEI.

M. Sweeney-Nixon and M. Steele left the meeting.

9. Break

Members took a 15-minute break at 5:22 pm.

10. Chair's Report

S. MacDonald gave a verbal report with the following highlights:

- Thanks to Dana Sanderson, Tara Judson, and Susan Connolly for their service to UPEI.
- A policy is being developed to select the Chair and the Vice Chair of the Board.

- An event involving Governors and students is being held on March 27th. Governors are encouraged to attend.
- Governors are requested to complete two surveys they will receive by email. 100% compliance is required.
- Mary Robinson and Kristi Kelly have resigned from the Board.

11. President's Report

A welcome video from Deans to future students was viewed by Governors.

The President Report was circulated in advance of the meeting. W. Rodgers noted that UPEI had not yet received funding from the Provincial Government.

Governors discussed conversion rates for student applicants. It was noted domestic conversion rates have increased by 5%. International student rates have decreased.

12. Student Perspective Update

G. Jiang gave a verbal report on student activities for February 7 – March 25, 2025. Highlights from the report include:

- Students are preparing for the final projects and exams for this semester, planning for summer and fall semester courses, and seeking summer employment opportunities.
- Students are not clear on how University finances impact tuition and services received. It was suggested that a high-level Budget Café session would help to avoid any misunderstandings between students and the University.
- University spirit continues to be a focus of student campus culture by hosting social and educational events.
- Students have been invited to participate in the redevelopment of the Fair Treatment Policy.
- Increased communication from the University, such as town halls, encourages students to be more engaged, which improves students' experiences.
- On March 27th, a Board/Senior Administration/Student mixer was held as an opportunity for university leadership to engage with students.

13. Senate Report to the Board

M.A. McMahon provided a verbal report on recent Senate meetings. Highlights from the meetings include:

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- In the President's Report, it was noted that Sharon Myers was appointed as the Dean of Arts; Tim Walker was hired as the Vice-President of Administration and Finance; Jane Ngobia was hired as Vice-President of People and Culture; the search for Vice-President Information Technology and CIO was not successful, has been paused and an interim CIO will be appointed; and a committee has been struck to develop policies to replace the *Fair Treatment Policy*.
- In the Vice-President Academic and Research (VPAR) report, recent UPEI successes and achievements were acknowledged. It was noted that international student enrollment numbers have decreased significantly, and a draft of the Strategic Enrollment Plan has been developed by the Strategic Enrollment Steering Committee.
- In the Vice-President People and Culture (VPCC) report, it was noted focus is now on the UPEI Action Plan Year 2 Implementation Plan and the audit of the Year 0 and Year 1 Implementation

Plans. The Human Resources Department is reviewing the Employee Engagement Results, which will be distributed to the University community in March. Also, the Equity, Diversity & Inclusion Office has been educating the University Community through workshops, social media, and posters.

- An update was provided on the working group that was established to review Academic Regulation #12, relating to academic appeals and academic integrity for undergraduate and graduate students. Several proposed amendments have been identified; however, more consultation is required before finalization.

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- The President's noted that as the presentation before the Legislature of the Provincial budget is delayed, ours is also delayed. UPEI senior management continues to review revenue-generating activities, recruitment and retention strategies and strategic enrollment planning.
- The VPAR noted that the 5th and 6th research chairs for UPEI are developing; the Student Food Bank has made changes to better support students; and changes have been made to the area responsible for recruitment and admissions. A new office of International Relations and a stand-alone Office of Academic Support Services have been established to focus on student retention.
- The VPCC noted that work on the UPEI Action Plan Year 2 Implementation Plan and the audit of Year 0 and Year 1 continues. The HR Department has launched the first of nine stress, mental health and resilience sessions for employees. Communication to employees of the results of the Employee Engagement Survey is underway.
- A discussion on UPEI's use of X as a social media platform, given the current political environment. UPEI is considering the best options to ensure continued engagement with existing X users. Also discussed was the issue of travel to the US for university business .
- The Curriculum Report included a new degree program for the Master of Cleantech Leadership and Transformation.
- A proposal for a new Bachelor of Arts in Indigenous Studies in the Faculty of IKERAS was approved in principle and will be submitted to the Maritime Provinces Higher Education Commission.
- In a closed session, Senators approved four Honorary Degree recipients.

14. Naming of Building

This item is removed from the agenda.

15. Board Committees Updates

a. Property and Environmental Sustainability Committee

G. Johnston reported that the Property and Environmental Sustainability Committee at their February 26, 2025, meeting received an update on capital projects, physical space requirements, land planning and development, and on Information Technology capital projects.

b. Finance, Audit and Risk Committee

A. MacBeath reported that the Finance, Audit and Risk Committee (FARC) at their March 10, 2025, meeting received an update on the University budgeting process, an overview of capital projects totaling \$169 million, and a presentation on the University's IT Strategy, Projects and Risk Management.

The Committee received an update on the appointment of the UPEI External Auditor. Five years ago, UPEI conducted a comprehensive review for an external auditor and had appointed Grant Thornton LLP. It is considered best practice to retain the same auditor for a five-year period with a comprehensive review conducted every five years. With this knowledge, the Committee chose to issue an RFP for external financial auditing services in 2025. Following the RFP process, Doane Grant Thornton LLP was the successful proponent.

MOVED by A. MacBeath, SECONDED by M. A. McMahon that Doane Grant Thornton LLP be appointed external auditor for the fiscal year ending April 30, 2026. CARRIED.

The Committee received an update on the UPEI Action Plan Audit and is recommending the following motion:

MOVED by A. MacBeath, SECONDED by C. Lacroix that the UPEI Board of Governors approves the appointment of Deloitte LLP as Auditor for the UPEI Action Plan, in accordance with terms and conditions to be negotiated through the standard UPEI contract process, upon approval, as recommended by the Finance, Audit and Risk Committee. CARRIED.

c. Development, Fundraising and External Relations Committee

P. Montgomery reported that the Development, Fundraising and External Relations Committee met on February 27, 2025, and had an education session on Institutional Reputation and the Role of Communication Strategies and External Relations Plans.

The Committee also approved the naming of two awards: Linda Dyer Award at AVC and Fondation Jéfo AVC Scholarship and received reports on Development and Fundraising, Marketing and Production and Communications and External Relations.

d. Governance, Nominating and Appeals Committee

B. Thompson reported that the Governance, Nominating and Appeals Committee met on March 6, 2025, and reviewed the following policies: *Health, Safety and Environment Policy, Non-Disclosure Agreements in Harassment and Discrimination Policy, Appointment and Review of Academic Administrators Policy, Appointment of Acting and Interim Senior Administrators Policy, Selection of Vice-Presidents and Senior Executives Policy, Appointment of Acting and Interim President Policy* and repeal of the *Acting President Policy, and Risk Management Policy*.

Updates were provided on the development of a new *Fair Treatment Policy* and the UPEI Action Plan governance related activities.

The Committee approved the Board of Governors 2024-2026 Training Plan and the Board of Governors' Skills Matrix and Representation Survey.

The Committee recommends the following:

MOVED by B. Thompson, SECONDED by M. A. McMahon that the Health, Safety and Environment Policy, be approved. CARRIED.

Governors discussed the use of Non-Disclosure Agreements and proposed the following change:

That section 2.2 of the proposed Policy be amended by removing the words "The University recognizes that" and replacing the word "can" by "should not" so that the section reads as follows: *Non-Disclosure Agreements should not be used to silence those who have experienced Harassment and Discrimination and to deny institutional accountability for preventing Harassment and Discrimination.*

MOVED by B. Thompson, SECONDED by W. Montelpare that the Non-Disclosure Agreements in Harassment & Discrimination Policy, be approved as amended. CARRIED.

MOVED by B. Thompson, SECONDED by C. Simpson that the Appointment and Review of Academic Administrators Policy, as presented and recommended by the Governance, Nominating and Appeals Committee, be approved. CARRIED.

MOVED by B. Thompson, SECONDED by C. Lacroix that the Appointment of Acting and Interim Senior Administrators Policy, as presented and recommended by the Governance, Nominating and Appeals Committee, be approved. CARRIED.

MOVED by B. Thompson, SECONDED by W. Waterman that the Appointment of Acting and Interim President Policy, as recommended by the Governance, Nominating and Appeals Committee, and with an amendment to the definition of Interim President to clarify that an Interim President must be a Vice-President, to align with the University Act, be approved and the Acting President Policy, be repealed. CARRIED.

MOVED by B. Thompson, SECONDED by M. A. McMahon that the Selection of Vice-Presidents and Senior Executives Policy, as presented and recommended by the Governance, Nominating and Appeals Committee, be approved. CARRIED.

e. Campus Culture Oversight Committee

C. Simpson reported that the Campus Culture Oversight Committee met on February 24, 2025, and received a presentation on the Employee Engagement Survey results, the draft Equity, Diversity and Inclusion Strategy Progress Report, an update on the UPEI Action Plan activities and an update on the initiatives to measure and improve student experience and wellbeing.

At the Committee's invitation, representatives from the Faculty Association attended the meeting to discuss university culture.

The Chair is recommending that presentations on the Employee Engagement Survey results and an Action Plan activities be provided to the Board at the next meeting.

f. Human Resources Committee

C. Simpson, in the absence of D. MacKenzie, reported that the Human Resources Committee met on March 4, 2025, and received an education session on Labour Relations at UPEI. They also received a presentation on the Employee Engagement Survey results.

The Committee approved the appointment of one faculty member and received updates on grievances and employee separations.

The Committee recommended the following:

MOVED by C. Simpson, SECONDED by W. Montelpare that the premium rates for Supplemental Health and Dental Insurance (Staff and Faculty), Travel Insurance (Staff and Faculty), Group Life Insurance, Group Accidental Death and Dismemberment, Long-Term Disability (Staff and Faculty), and the Employee Assistance Program (EAP), be approved effective May 1, 2025. CARRIED.

g. Executive Committee

S. MacDonald noted the Executive Committee report was circulated in advance of the meeting and there was nothing new to report.

16. Strategic Planning Process Update

W. Rodgers informed Board members consultation continues with an additional consultation session scheduled with Deans and faculty members and a session at the Senate meeting in April. It is anticipated that a special Board meeting may be held to review the draft Strategic Plan.

MOVED by K. Creighan, SECONDED by W. Montelpare to move to an in-camera session. CARRIED.

MEETING MOVED TO AN IN-CAMERA SESSION.

MOVED by A. MacBeath, SECONDED by W. Rodgers to return to an open session. CARRIED.

MEETING RETURNED TO OPEN SESSION.

17. Adjournment

MOVED by B. Thompson, SECONDED by W. Rodgers that the meeting adjourned at 7:30 pm.