



UNIVERSITY
of Prince Edward
ISLAND

**UPEI BOARD OF GOVERNORS
BOARD OF GOVERNORS MEETING
Tuesday, November 28, 2023
Alumni Hall and Via Zoom
6:00 pm**

MINUTES

Members Present: Ms. Shannon MacDonald, Chair, UPEI Board of Governors; Dr. Greg Keefe, President (Interim); Mr. Shreesh Agrawal; Mr. Steve Bellamy; Dr. Rabin Bissessur; Professor Tim Carroll; Ms. Karen Creighan; Ms. Lynn Ellsworth; Mr. Peter Hayes; Dr. Geraldine Johnston; Dr. Christian Lacroix; Mr. Alex MacBeath; Dr. Sandy MacDonald; Mr. Don MacKenzie; Ms. Mary Anne McMahon; Ms. Camille Mady; Dr. William Montelpare; Ms. Pam Montgomery; Ms. Perlene Morrison; Dr. Ajay Sahajpal; Ms. Carolyn Simpson; Mr. Brian Thompson

Regrets: Ms. Kateri Coad; Ms. Mary Robinson

Staff Present: Ms. Pam Trainor, Advisor to the Board of Governors
Ms. Michelle Arbing, Executive Assistant to the Board
Ms. Sue Connolly, Vice-President People and Culture (Interim)
Dr. Greg Naterer, Vice-President Academic and Research
Ms. Tara Judson, Vice-President Administration and Finance (Interim)
Mr. Dana Sanderson, Chief Information Officer
Ms. Nicole Phillips, Director, Communications and University Relations

Invited Guests: Ms. Erin Casey; Dr. Wendy Carroll

1. CALL TO ORDER

Ms. Shannon MacDonald, Chair, called the meeting to order at 6:03 p.m. and thanked Members for attending the meeting.

2. APPROVAL OF MINUTES

a) September 26, 2023

The draft minutes of the UPEI Board of Governors' meeting of September 26, 2023 were circulated to Board members prior to the meeting. There being no amendments, the following motion was proposed:

- 1) MOVED by Mr. Brian Thompson, SECONDED by Dr. William Montelpare, that the minutes of the September 26, 2023 meeting of the UPEI Board of Governors be approved as amended. CARRIED.**

3. CHAIR'S REPORT

Ms. Shannon MacDonald referenced her written report provided to Members in advance of the meeting and provided highlights of her report.

Ms. Shannon MacDonald welcomed new Board Members, five appointed by the Lieutenant Governor in Council and three from the Board of Governors. In addition, Senate selected a faculty member, Senate representative to the Board. She noted the leveraging of our skills matrix to find the right balance of skills to the Board. Ms. Shannon MacDonald noted that Committee assignments will commence with the next Board cycle.

An update on the Presidential Search Committee work by Ms. Shannon MacDonald, Chair of the Committee, indicated that the Committee is working towards a short list of candidates.

Ms. Shannon MacDonald shared that she recently met with the Action Plan Advisory Group. The group is impressive, hardworking and dedicated to helping the University. The Board will receive feedback and recommendations that the Board can best contribute towards.

4. PRESIDENT'S REPORT

President Greg Keefe referenced his detailed report circulated to Members in advance of the meeting and indicated that he would provide some of the highlights from the Report.

President Greg Keefe shared at the last Senate meeting, Professor Bill Waterman was acclaimed as the Senate representative on the Board of Governors, replacing Dr. Rabin Bissessur whose term has concluded. President Greg Keefe acknowledged Dr. Rabin Bissessur for his service to the Senate and Board of Governors.

President Greg Keefe informed Members that a large proportion of time has been spent on internal relationship building. Since the end of September, a very intense period of discussion and listening within the campus community has occurred. A total of 16 "listening" sessions were held to hear from a variety of internal stakeholders (faculty, staff, students). Information gathered at these sessions feeds into the Action Plan Advisory Group process.

In addition to internal community meetings, President Greg Keefe shared with Members that he and the Interim Vice-President People and Culture hold bi-weekly meetings with the Deputy Minister, Workforce, Advanced Learning, and Population and the Director of Post-Secondary Education to build their understanding of the University environment, our governance structures, and the healing journey we are taking as an institution.

President Greg Keefe noted that students are also key partners. Regular meetings are held between President Greg Keefe and the Student Union President and CEO, noting shared priorities, including housing for students and overall affordability of post-secondary education.

Alumni and donors are very important relationships as well and their tremendous support of the University and President Greg Keefe himself are greatly appreciated. President Greg Keefe shared details of a recent Alumni event held in Ottawa.

President Greg Keefe shared that the work of the Action Plan Advisory group is progressing well under the leadership of facilitator Sara Roach-Lewis.

President Greg Keefe noted that governance review and renewal were recommendations of the *UPEI Review* report. Work is underway to develop a contract with a lead consultant who has extensive experience in university governance.

On November 17, 2023, a joint Senate and Board of Governors meeting was held. President Greg Keefe shared that one of the outcomes was revitalize the joint Board Senate Liaison Committee.

President Greg Keefe referenced the recent academic, faculty and staff achievements noted in his report and highlighted two of them. The Rhodes Trust announced that UPEI student, Luke McCarvill is one of 11 Canadians who has been awarded the prestigious Rhodes Scholarship for fully funded post-graduate studies at the University of Oxford in 2024. He plans to pursue graduate studies in Energy Systems and Environmental Change and Management. He is only the third *UPEI* student to be named a Rhodes Scholar after Dr. Heather Morrison (1991) and Dr. H el ene Deacon (1999).

Dr.  tienne C t , a faculty member at UPEI’s Atlantic Veterinary College (AVC), was honoured earlier this year with the Daniel Elmer Salmon Award for Distinguished Alumni Service. The prestigious award recognizes veterinary graduates of the Cornell University College of Veterinary Medicine who have made outstanding contributions to the profession, their communities, or to the college itself.

5. STUDENT UNION REPORT

Ms. Camille Mady referenced her Report circulated in advance of the meeting to Members and provided some of the highlights.

There was a student listening session with President Greg Keefe regarding the Rubin Thomlison Report.

The Student Union assisted in planning for students to attend the Michele Obama event in Halifax in October. The Student Union recently collaborated with Dana Hospitality to provide a cooking class and free meal for students. Ms. Camille Mady began participating in the PEI Coalition for Women in Government as a member of their Steering Committee for their project, “Girls Parliament”. The Student Union Fall by-elections were held and an open call for the last vacancies. The Student Union released the Med Now service for students, a virtual Health Service with Pharmacy support.

Ms. Camille Mady reported that the Student Union Executive continues with meetings with Provincial Government. The Student Union Vice-President Academic and External has released a parking survey to students. The Student Union Vice-President Administration and Finance has been working on many of the Student Union services, most recently a winter clothing bank. The

Student Unions Vice President Student Life has been busy with events and themed weeks for students, most notably, a de-stress week around mid-terms.

6. SENATE REPORT TO THE BOARD

Prof. Tim Carroll reported that the Senate held regular meetings on October 20, 2023 and November 24, 2023.

At the October 20, 2023 meeting Dr. Charlene Vanleeuwen presented the Teaching and Learning Centre 2022-2023 Strategic Plan. Dr. Greg Naterer provided Senators with details of the Centre for Entrepreneurship with Work-Integrated Learning and an update on Dean searches.

At the November 24, 2023 meeting, discussion was had on fostering the relationship between Senate and Board, in follow up to their joint meeting on November 17, 2023. President Greg Keefe provided Senators with an update on listening sessions with faculty, staff and students. Dr. Greg Naterer spoke of the Strategic Enrolment Plan for UPEI and provided additional details for the UPEI Centre for Entrepreneurship with Work-Integrated Learning. At this Senate meeting, Dr. Bill Waterman was acclaimed as the Senate representative on the Board of Governors.

MEETING MOVED TO IN CAMERA

7. VICTIM IMPACT STATEMENTS

MEETING RETURNED TO OPEN SESSION

8. BOARD COMMITTEE UPDATES

a) **Property and Asset Committee:** Mr. Steve Bellamy reported that the Committee met on November 8, 2023. The Committee received an update on campus infrastructure projects including the Faculty of Medicine building.

b) **Finance and Audit Committee:** Mr. Alex MacBeath reported that the Committee met on November 14, 2023. Mr. Alex MacBeath referenced the Committee's Report circulated in advance of the meeting, including a briefing note, resulting in the following motion:

2) MOVED by Mr. Alex MacBeath, SECONDED by Mr. Steve Bellamy that the UPEI Board of Governors approves the University to contract with Royal Bank of Canada for a revolving term credit facility up to \$60,000,000 to finance hard and soft costs directly associated with the construction of the UPEI Faculty of Medicine, as recommended by the Finance and Audit Committee. CARRIED.

Mr. Alex MacBeath shared that the Committee also received an internal audit update on the Risk Management Framework and an overall review of all insurance coverage the University has.

c) **Development, Fundraising and External Relations Committee:**

Dr. William Montelpare informed Governors that the Committee met on November 9, 2023 and he referenced the Committee Report included in the Board package, which included a summary of approved awards. Dr. William Montelpare indicated that the Committee

received updates from the departments of Development and Alumni Engagement and Marketing and Communications.

- d) **Governance and Appeals Committee:** Mr. Brian Thompson reported that the Committee met on November 15, 2023.

Signing Authority Policy

Mr. Brian Thompson referenced the Signing Authority Policy documents provided to Members in advance of the meeting, resulting in the following motions:

- 3) **MOVED by Mr. Brian Thompson, SECONDED by Dr. William Montelpare, that the UPEI Board of Governors approves the Signing Authority Policy, as recommended by the Governance and Appeals Committee. CARRIED.**

Existing Fair Treatment Policy

Mr. Brian Thompson indicated that the Committee discussed the existing Fair Treatment Policy at this meeting. The Rubin Thomlinson Report makes a clear recommendation that the existing Fair Treatment Policy be replaced, not adjusted, with a new Harassment and Discrimination Policy. The following motion resulted:

- 4) **MOVED by Mr. Brian Thompson, SECONDED by Ms. Karen Creighan, that the UPEI Board of Governors supports replacing the existing Fair Treatment Policy with a new Harassment and Discrimination Policy that incorporates all of the recommendations in the UPEI Review, including specific provisions regarding complaints against senior administrators, conforms to OHSWA Workplace Harassment Regulations, be trauma informed, be procedurally fair, incorporate best practices and incorporate feedback from the Action Plan Advisory Group, as recommended by the Governance and Appeals Committee. CARRIED.**

- e) **Executive Committee:** Ms. Shannon MacDonald reported that the Committee met on November 16, 2023.

Culture Committee

Ms. Shannon MacDonald indicated that following the Rubin Thomlinson Review and as part of the governance review, a new Board Committee specific to Campus Culture Oversight is being proposed. Ms. Shannon MacDonald referenced the draft Terms of Reference that was circulated in advance of the meeting to Members. The following motion resulted:

- 5) **MOVED by Ms. Shannon MacDonald, SECONDED by Dr. Sandy MacDonald, that the UPEI Board of Governors approve the Campus Culture Oversight Committee Terms of Reference as recommended by the Executive Committee. CARRIED.**

Committee Membership

Ms. Shannon MacDonald referenced the proposed Committee Membership summary circulated to Members in advance of the meeting. The following motion resulted:

- 6) **MOVED by Ms. Shannon MacDonald, SECONDED by Mr. Brian Thompson, that the UPEI**

Board of Governors approve the Committee Membership as recommended by the Executive Committee. CARRIED.

Dr. Sandy MacDonald left the meeting.

Dr. Ajay Sahajpal left the meeting.

MEETING MOVED TO IN CAMERA

f) Human Resources Committee

MEETING RETURNED TO OPEN SESSION

9. ADJOURNMENT

The meeting adjourned at 8:51 pm.