



**MINUTES OF A MEETING
BOARD OF GOVERNORS
April 21, 2021
8:30 am – 10:30 am
Microsoft Teams**

Present: J. Fleming, Board Chair, D. Hampton-Davies, M. Rubinoff;
P. Palermo; J. Rivard; V. Varma; M. Dubé; B. Dosunmu;
M. Hofstetter; T. Leedale; K. Mann; A. McDonald; C. Ezeokafor; R. Poulton

Regrets: S. Abd El-Sayed

Ex Officio: J. Morrison, President and Vice Chancellor

Treasurer: W. Steffler, VP Finance and Administration and CFO

Secretary: J. Hinchliffe

Guests: D. McKerrall; C. Altilia; R. Sandhu; J. Ngobia; R. Piper; C. Szustaczek; M. McCollum; A. Crowe; A. El Masri;

1. Call to Order

Meeting was called to order at 8:33 am.

2. Approval of Agenda

It was moved by J. Rivard, seconded by V. Varma;

Be it resolved:

THAT The Board of Governors approve the agenda for April 21, 2021 as presented.

Carried.

3. Declaration of Conflict of Interest

In response to the Chair's query, J. Fleming raised a conflict with item 11, Past Chair position. He will abstain from voting.

4. Chair's Remarks

J. Fleming provided remarks that included the following topics:

- Mention of the dissolution of Senate in media
- Board elections will be held. Communication forthcoming.
- Committee assignments for 2021-2022 have been circulated.

- Meeting schedule for 2021-2022 will be released shortly.
- Upcoming session with Nouman Ashraf on May 4.
- Special meeting scheduled on May 12 to review and approve the budget.

5. President's Remarks

J. Morrison provided remarks on the following topics:

- Newly hired Dean of Faculty of Animation, Arts and Design.
- Update on the work of S-Sense.
- Innovation challenge
- Work of the Galvanizing Education Hub.

6. Consent Agenda

It was moved by A. McDonald, seconded by J. Rivard;

Be it resolved:

THAT the Board of Governors approve the following documents in the consent agenda:

1. Minutes from February 17, 2021
2. 2021 Revised Spring Fees
3. 2020 Investment Performance
4. 2021-2022 Endowment Report

Carried.

There were no questions pertaining to the consent agenda.

7. 2020-2021 and 2021-2022 Budget Update

Sheridan's deficit forecast has improved to \$19.6M for this fiscal year. Sheridan has sufficient reserves to mitigate this loss. The improvement is due to improved tuition revenue, slight reduction in salaries and benefit, and a reduction in expenses.

Planning efforts have begun to develop the 2021/2022 budget. The Board discussed mitigation strategies to address the uncertainty for the 21-22 budget. A similar budget development process is being used for 2021-2022 where a range of enrolment scenarios are being developed as a basis for the proposed budget. A special Board meeting has been scheduled for May 12th where the proposed budget will be submitted for approval.

The meeting moved in camera at 8:59 am

8. IN CAMERA: Capital Projects Update

An update on the capital projects was provided in camera.

9. IN CAMERA: Enterprise Risk Management Update

An update on enterprise risk management was provided in camera.

10. IN CAMERA: 2021-2022 Internal Audit plan

The Internal Audit Plan for 2021-2022 was presented for approval. Discussion on the item was had in camera.

The meeting moved out of camera at 9:33am.

It was moved by C. Ezeokafor, seconded by D. Hampton-Davies;

Be it resolved:

THAT the Board of Governors approve the 2021-2022 Internal Audit and Annual Plan and Internal Audit Charter as presented.

Carried.

11. Past Chair Position

J. Fleming departed the meeting at 9:34 am. The Board reviewed the proposal of Past Chair. This position is common in governance frameworks.

It was moved by M. Hofstetter, seconded by A. McDonald;

Be it resolved:

That the Board of Governors approve a new ex-officio officer role of Past Chair be created for the 2021-2022 Board term. The Past Chair will be appointed for a one (1) year term beginning September 1, 2021 and ending August 31, 2022. The Past Chair will be an ex-officio member of all Board committees.

Carried.

J. Fleming rejoined the meeting at 9:40.

12. Adjustment to the Bylaw and Committee Membership

The adjustment to the bylaw is a matter of housekeeping. It was noted that Senate is still referenced in the bylaw. These items, in addition to others, will be addressed as part of the review and updating of the bylaw, which will be undertaken by the Governance and People committee during the upcoming term.

It was moved by M. Hofstetter, seconded by J. Rivard;

Be it resolved:

That the Board of Governors approve the removal of the words “**a maximum of**” from the bylaw effective immediately.

Carried.

13. Board Appointment

The appointment of Arlene Minott was considered. With Tanya Leedale completing her sixth and final year on the Board, a successor with legal expertise is needed.

It was moved by M. Hofstetter, seconded by T. Leedale;

Be it resolved:

That the Board of Governors approve the appointment of Arlene Minott to the Board for a three (3) year term, effective September 1, 2021.

Carried.

14. Internal Election Results

The results of internal elections for students, faculty and administration were shared. Matthew Szablowski is acclaimed as student governor. 64.7% of eligible voters for faculty and administrators cast votes for these elections. Dr. Sara Cumming will be joining the Board as faculty representative. Sunand Sharma will be joining the Board as administration representative. The Board will celebrate the contributions of departing members at the final meeting in June.

15. Internationalization Strategy and Action Plan

The Director of Global Education and Internationalization joined the meeting to review the Internationalization Strategy and action plan. The Board inquired about how these goals will be measured and the list of things on hold. Metrics will be managed through action items and milestones. A three-year plan has been scoped and calibrated based on what is feasible through institutional planning.

16. Inclusive Communities Update

The Vice President of Inclusive Communities shared comments on the recent guilty verdict for Derek Chauvin for the murder of George Floyd.

17. In Camera

The executive team and guests departed the meeting. The meeting moved in camera at 10:29.

The meeting moved out of camera at 10:42 am.

18. Adjournment

Having no further business, the Board meeting was adjourned at 10:42 am.