

**MINUTES OF A MEETING
OF THE BOARD OF DIRECTORS
OF KING'S UNIVERSITY COLLEGE**

Wednesday, May 2nd, 2018

at 4:30 p.m. in the Vitali Student Lounge, Wemple Building

Present: K. Regan (Chair), S. Camiletti, J. Major, Rev. M. Sargent, J. Malkin, P. Wilkinson, K. Lakhota, K. Deonarine, V. Khammad, H. Mostafa, S. Camiletti, D. Hurley, G. Hegedus, F. Galloway, L. Staudt, P. Wilton, C. Mitchell, P. Bishop, C. MacDonald, A. Jardine.

Regrets: A. Cronin, Rev. Pio Beorchia, L. White-Eye, D. Mathieson.

Guests: M. Mason, J. Horne, J. Henry, C. MacNeil, Rev. J. Mockler, J. Henry. A. Co-Dyre, K. Malcolm, Fr. M. Bechard, J. Antoniak, M. McLaughlin, H. Thus.

1. Opening Prayer

Fr. M. Bechard opened the meeting with a prayer.

2. Approval of the Agenda

MOTION

That the agenda of May 2nd, 2018 be approved.

M/S

P. Wilkinson/L. Staudt

Carried

3. Conflict of Interest Declarations

There was no conflict of interest declared.

4. Approval of Previous Meeting Minutes

MOTION

That the minutes of February 28th, 2018 be approved.

M/S

P. Wilkinson/G. Hardman

Carried

5. Business arising from the minutes

There was no business arising from the minutes.

6. Report from the Principal

The interim Principal, S. Camiletti provided an update on recent events and discussed the list of Principal responsibilities divided amongst the Vice Principals.

S. Camiletti highlighted the awards and accomplishments of faculty members and advised that five out of the seven retirees have been replaced.

College Council met and passed a motion recommending the purchase of land from the Diocese.

A meeting with MAESD representatives was scheduled for May 3 to discuss challenges regarding the affiliation funding arrangements. Updates will be provided to the Board when available. S. Camiletti thanked P. Wilkinson for all the background work regarding the MAESD file.

Vice-Principal Enrolment Services and Strategic Partnerships M. Mason gave a presentation on the highlights of her most recent trip to Asia, including the signing of a new partnership agreement. M. Mason also provided an update on enrolment numbers and described the current recruitment process.

MOTION

That the Board of Directors accept the Report of the Principal.

M/S

P. Wilkinson/L. Staudt

Carried

7. Report from Students' Council

KUCSC President V. Khammad presented her report. MAESD representatives reached out to Student Council for a meeting to further understand affiliation status from the perspective of students. The VP of Student Affairs will attend this meeting. The Board Chair thanked V. Khammad for her service to the Board.

8. Ad hoc Seminary Land Negotiating Committee

J. Major provided an update on the status of the land acquisition. J. Major and Dr. Kelly Regan have signed the conditional purchase and sale agreement. The agreement was presented at College Council and a motion supporting and recommending the purchase was accepted

MOTION

That the Board of Directors approve the purchase of 18.152 acres from the Diocese of London for the agreed to price of \$14,250,000.

M/S

P. Wilkinson/K. Lakhota

Carried

A formal public announcement will be released this fall awaiting final conditions, which includes approval from the Vatican.

9. Finance and Investment Committee

Committee Chair G. Hardman discussed and summarized the distributed 2018-2019 budget

report. The overall forecasted revenues were presented and G. Hardman advised that the College's expenses have stayed in line with forecasts.

MOTION

That the Board of Directors approve the 2018-2019 Operating Budget with the projected net operating surplus of \$327,705 inclusive of \$2.0M for items to be capitalized.

M/S G. Hardman/L. Staudt Carried

MOTION

The amended Policy for Travel Reimbursement was discussed. The primary item was the change in meal allowance to a per diem model (\$65/day). This model is consistent with universities across the province.

That the Board of Directors approve the amended Policy for Travel Reimbursement.

M/S G. Hardman/Rev. M. Sargent Carried

The signing authority for the College needed revision given that S. Camiletti was appointed the interim Principal.

MOTION

That the Board of Directors recommend the By-Law amendment to the Members of the Corporation for approval.

M/S G. Hardman/L. Staudt Carried

10. Nominating Committee

Rev. M. Sargent summarized the report.

MOTION

That Ms. Linda Staudt be recommended to the Voting Members of the Corporation for a three year renewal of her term on the Board of Directors, effective July 1, 2018.

That Mr. Peter Wilkinson be recommended to the Voting Members of the Corporation for a three year renewal of his term on the Board of Directors, effective July 1, 2018.

That Mr. Kapil Lakhota be recommended to the Voting Members of the Corporation for a three year renewal of his term on the Board of Directors, effective July 1, 2018.

That Mr. Glenn Hardman be recommended to the Voting Members of the Corporation for a three year renewal of his term on the Board of Directors, effective July 1, 2018.

M/S Rev. M. Sargent/C. MacDonald Carried

MOTION

That the Board of Directors recommend Mr. Fred Galloway to the Voting Members of the Corporation for a three year term as a Voting Director of the Board effective May, 2018.

M/S Rev. M. Sargent/G. Hardman Carried

MOTION

That the Board of Directors recommend Mr. Michael O'Hare to the Voting Members of the Corporation for a three year term as a Voting Director of the Board effective May, 2018.

M/S Rev. M. Sargent/L. Staudt Carried

The process for newly appointed members was discussed and clarified.

MOTION

That the Board of Directors accept the report of the Nominating Committee.

M/S Rev. M. Sargent/L. Staudt Carried

The Board of Directors is accepting nominations for a Voting Director with a legal background.

The Nominating Committee is anticipating a more formalized process for soliciting nominations next year.

11. Executive Committee

Secretary A. Jardine provided an update on the Selection Committee. Rev. M. Sargent agreed to be the Chair of the Selection Committee. Nominations were requested for four Board Voting Directors.

MOTION

That the Board of Directors appoint L. Staudt, H. Mostafa, P. Wilkinson and C. MacDonald to the Principal Selection Committee.

M/S K. Regan/ K. Lakhotia Carried

MOTION

That the meeting go *in camera*

M/S P. Wilkinson/C. MacDonald Carried

The meeting resumed in regular session.

MOTION

That the Board of Directors establish a Governance Review Task Force and that the Executive Committee bring forward a terms of reference for the task force that will include: a work program, duties and responsibilities, membership, and timelines.

M/S J. Malkin/H. Mostafa Carried

12. Other Business

K. Lakhotia inquired if a Board Retreat would be helpful to review best practices. There was a discussion about the responsibilities of the Task Force Committee and it was agreed that a workshop in September would be beneficial.

Chair K. Regan reminded members of the cocktail reception on May 30th after the meeting and noted that spouses and guests are encouraged to attend.

13. Adjournment

MOTION

That the meeting be adjourned.

M/S

J. Malkin/C. MacDonald

Carried

Respectfully submitted,



**Andrew Jardine
Secretary to the Board**



**Katlind Deonarine
Recording Secretary**