



BOARD OF DIRECTORS
MINUTES OF MEETING
NOVEMBER 27, 2024

The meeting was held at 12:33 p.m. in the KC 214 and via Zoom, preceded by a light lunch at 12:00 p.m.

PRESENT:	Deanna Bond * Nonie Brennan (Chair) Ken Deane Sara De Candido Rev. Gary Ducharme Larry Frederick Ed Goehring * Dan Lang Vince MacDonald Randolph Mank Jean-Pierre Morris	Houssam (Sam) Mourad Ilona Niemi Chuck Scott * Ricardo Soto * Nancy Sutherland Michaela Therrien Joseph Turnbull * Paul Tufts (Vice-Chair) Rob Ventresca * Amna Wasty * Paul Wilton (Secretary) * Online * non-voting
Regrets:	Adam Bohnet *	
By Invitation:	Mark Yenson, Vice-President and Academic Dean C. Loreto, Managing Principal of Strategy Corp	
Committee Resource	Ann Hoffer	

N. Brennan, Chair, called the meeting to order.

1. Opening Prayer and Land Acknowledgment

R. Soto opened with a prayer. A. Hoffer offered the land acknowledgement. A round of introductions were provided.

2. Approval of the Agenda and Conflict of Interest Declarations

No conflict of interest was declared.

**Moved by P. Tufts, seconded by N. Sutherland
To approve the draft meeting agenda.
CARRIED**

3. Mission Moment

N. Brennan reflected on her profound experiences at events held at King’s to honor Elder Dan Smoke, who passed away on November 4th. A long-time Indigenous educator, broadcaster, and change-maker, Dan also helped develop the Reflection Circle at King’s. In alignment with our Catholic values and intellectual tradition, we were pleased to continue the Sacred Fire, started by his family, at the Reflection Circle and to host a Sacred Feast in his memory. Standing at the Fire Circle to honor this Indigenous leader was a deeply moving and spiritual experience.

4. Consent Agenda

**N. Sutherland moved, L. Frederick seconded
That the Board receive the Executive Committee Report and Students’ Council Report on the Consent Agenda and approve the Minutes of Meeting of October 30, 2024.
CARRIED**

K. Deane joined at 12:47 p.m.

The Board Chair reaffirmed King's goal of global recognition for educating changemakers. Nonie then highlighted the purpose of the meeting: to align on a path forward to secure King's financial stability, specifically addressing challenges such as the projected deficit. She noted that a third-party has been engaged to conduct reviews, and that multi-year budget models are currently being developed. The Chair emphasized that today marks the beginning of King's recovery plan, with a focus on collaboration moving forward.

5. Interim President's Report

R. Ventresca, Interim President, shared his increased concerns since his last update. Rob provided a high-level overview of the current situation and reiterated his expressed honor to serve King's during this critical period. Rob highlighted sector-wide financial issues, citing warnings from Ontario Universities and Universities Canada. King's faces a structural deficit, uncertain enrolment, and Ontario's tuition freeze. Projected tuition revenue decline requires \$6.5M cuts for FY25, with further reductions needed in the coming years. Rob also mentioned that he will be sharing a message with the broader community tomorrow, focusing on advancing the mission and ensuring financial sustainability. A 30-minute discussion ensued.

- Members acknowledged the potential for, but uncertain practicality of, Consortia models.
- The cost of course cancellations due to low enrolment was discussed, particularly part-time CUPE stipends. Delaying contracts until course certainty was suggested, while acknowledging course preparation needs.
- The new Academic Council will oversee academic affairs, shifting away from the College Council's previous focus on operational issues, while the Educational Policy Committee will lead the development of new interdisciplinary programs.
- Decisions for next year's programs must be made by May 2025. M. Yenson noted that strategies are in development, with Chair/Faculty buy-in required for sunseting programs and collective agreement considerations.
- In change management, understanding the "Why" is key. Communications need to emphasize this, along with the importance of understanding the deficit's scale.
- Investment is needed in data management infrastructure. R. Ventresca paraphrased the Flight Director from Apollo 13: "Let's solve the problem without making it worse by guessing."
- Continuing the space analogy, the blinking red light is our working capital issues. Rob noted that the financial reality will shock many, as they were led to believe that more resources were available.

6. Board Development Session and Strategic Discussion

a. Operational Review – Current State Report

N. Brennan introduced C. Loreto, Managing Principal of Strategy Corp. Members were asked to hold questions until after Chris' presentation. Chris provided a high-level review of the report (*distributed with the agenda*). He noted the Operational Review's focus was on:

- o enhancing financial and operational efficiencies,
- o improving service delivery and stakeholder engagement, and
- o positioning for sustainable growth to adapt to the changing educational landscape and ensure long-term success.

Eight operational improvements focus on integrated planning, revenue generation, alternative service models, digital modernization, standardized procedures, HR talent management, leadership accountability, and enhancing student experience through satisfaction measurement. These initiatives aim to streamline operations, improve efficiency, and align with strategic goals to foster a culture of responsibility and transparency. Chris identified key out-of-scope opportunities for further consideration: modernizing and expanding online educational offerings; optimizing campus support roles to enhance student services, and conducting an academic program review.

R. Soto left the meeting at 1:47 PM

- When facing cultural resistance to change, emphasize the “Why” and “How” to engage people in the process.
- Despite recent reductions, we are in a structural deficit driven by shifting demographics, rising costs, and a volatile enrolment environment.
- Strategic Enrolment Management is critical. We need a system that aligns key areas and ensures accountability, with a performance framework for leaders
- King’s is not alone – government pressure is aimed at reducing inefficiencies in the system
- Two things out of the scope of the review, but imperative
 - Modernize and Expand Educational Offerings Through Online Programs
 - Conduct an Academic Program Review

Sara De Candido joined at 2:22 p.m.

Following C. Loreto’s presentation, a 99-minute roundtable discussion was held:

- Explore alternative models to the affiliate model and/or how to maximize the value paid to Western. The government has allocated \$16M for institutional restructuring, expecting institutions to address these challenges. If King’s and Huron are providing similar services, we should explore the possibility of collaborating with them.
- Focus on ensuring financial sustainability by implementing a strategic restructuring. Hiring needs to be managed through a vacancy management program, and efforts will be made to align the organization with long-term goals. Communication will be prioritized to ensure clarity and transparency regarding the 2024-2025 budget and future direction.
- Given the scope of the 8 items, prioritization is necessary to determine which should be addressed first.
- C. Loreto shared that Strategy Corp’s target is to have an organizational structure option done by January
- The path forward is multifaceted and requires prompt attention in several key areas. We must first assess the technology needs for modernization, considering both cost and priority. Immediate changes are needed regarding enrolment, and it will be important to have leadership that can provide strategic direction on this front. We also need to examine the future of academic programming and initiate a process to define what these programs will look like moving forward. To address these challenges, it is important that we take proactive steps now. A Community Assembly will be held in January to share more details and communicate these plans.

- Schedule C in the University of Toronto’s affiliation agreement was referenced, which outlines the costs of services and provides affiliates with the option to opt out of specific services.
- The Strategic Enrollment Plan (SEP), usually developed over 18 months, is now expected to be finalized by Spring 2025. While the Committee proposed seeking external consultation to accelerate the process, this suggestion was rejected by the Academic Council due to budget limitations. Additionally, data management issues are presenting challenges, further complicating the multi-faceted nature of the SEP
- The final report will propose things needing to be done in the next 90 days then over the next three years and more to ensure King’s financial sustainability; you can expect the report to arrive in January 2025.
- Domestic enrollment is 2,500, with international enrollment around 400, supporting our current operations. With expected declines in international numbers and limited ability to grow domestic enrollment due to collective agreements, a plan will be developed to ensure long-term sustainability and appeal, while recognizing that changes to agreements will take time.
- We will reduce discretionary spending, travel, and hiring. The President will set clear financial controls to ensure staff understand which expenses are permitted.
- The President has established a Task Force on Planning and Budget and the plan is to report to Academic Council and the Board in the spring.

C. Loreto excused himself at 4:19 p.m.

b. Financial Strategy

N. Sutherland, Chair of Finance and Risk Management Committee, emphasized the importance of the meeting, highlighting that understanding our current position creates a significant opportunity to move forward. It was noted that the deficit is worse than initially anticipated, with 5-year projections indicating challenging financial conditions. The discussion also centred on how the Board can best support our Interim leaders in driving cultural change within the organization. The impact of a significant budget reduction was acknowledged, and it was agreed that assumptions must be documented to ensure we can assess them against actual outcomes. In terms of financial strategy, we are faced with important decisions about the future, particularly regarding the long-term sustainability of King’s and whether we can meet the evolving needs and expectations of students.

7. Committee Reports

a. Finance and Risk Management Committee

N. Sutherland, Chair, presented the Committee report, including revised budget projections, tuition forecasts, and financial reserves (*circulated with the agenda*). A 12-minute discussion followed.

N. Sutherland moved, P. Tufts seconded

The Board, with deep regret, acknowledges the clear merits of the project and its alignment with King’s mission. However, in light of the current budget deficit, the Board approves the recommendation to inform the project leaders that, due to government constraints and financial limitations, King’s cannot assume additional overhead costs at this time. If there is any further funding flexibility from partners to cover King’s costs, the Board would be open to reconsidering the project.

CARRIED

P. Tufts moved, L. Frederick seconded

The Board receive the updated projections for the current fiscal year, and to direct the administration to continue presenting revised results, projections, and updates on mitigation tactics at each Finance and Risk Management Committee meeting for the remainder of the fiscal year

CARRIED

b. Governance Committee

K. Deane, Chair of Governance Committee shared that the policies on executive recruitment were sent to Academic Council for feedback, which took six weeks. The feedback was received the day before the Governance Committee meeting, so the meeting was deferred to properly review the input. The Board Chair inquired about completing this in January with a virtual vote, to which Ken replied that it's possible but uncertain regarding feasibility.

Employees, except the President and University Secretary, were excused at 4:45 p.m., and the Board continued its In-camera session to discuss personnel matters.

8. In-Camera Session

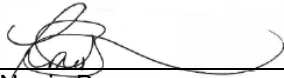
a. Personnel Matters

The discussion began with the President and University Secretary, who were then excused for the Board-only discussion.

9. Executive Session

10. Adjournment

On motion, the meeting adjourned at 5:55 p.m.



Nonie Brennan,
Chair



Paul Wilton,
University Secretary