

BOARD OF GOVERNORS
Approved Minutes of the Meeting of Friday, October 21, 2022
9:00 a.m., Via Zoom

| Present | Absent |
|---|---|
| <u>Voting Members Present</u> Bangs, Jeff , Chair Brouillette, Robert Cameron, Vernon Duval, Don Haché, Robert, President & Vice-Chancellor Kurkimaki, Laura McCue, Meghan (GSA) | <u>Voting Members Absent</u> (representative to be |

Non-Voting Members Present

Colin, Fabrice, LUFA
Durand, Louis, LUFA
Fenske, Tom, LUSU
Kwan, Kathleen, Acting University Secretary
Morin, Avery (SGA)
Scott, Daniel, Senate

Also in attendance (Resources):

Berger, Marie-Josée, Provost & Vice-President Academic
Breijer, Peter, Manage, Domestic Recruitment
Caron, Joseph, Interpreter
Demers, Serge, AVP Student Affairs, Registrar and Secretary of Senate
Eger, Tammy, Vice-President, Research
Dowdell, Jennifer, Interim Co-
Upenieks, Michael, Auditor, BDO

THAT the meeting of the Board of Governors move in to *Closed Session*.

Carried unanimously

CLOSED INFORMATION AND ACTION ITEMS

1. Adoption of the Closed Agenda

RESOLUTION: Moved by Robert Brouillette and seconded by Vernon Cameron.

That the Agenda be approved as presented.

Carried Unanimously

2. Declaration of Conflicts of Interest

The Chair invited members to declare any conflicts of interest relevant to the agenda and reminded Governors that at any time during the meeting proceedings they are respectfully encouraged to consider and raise any potential conflict which may arise during discussions.

It was noted for the record by the Acting University Secretary that Mr. Harquail has previously disclosed a potential conflict he may have from time to time regarding discussions concerning the treatment of the University's endowment fund and/or deferred donor contributions. President and Vice-Chancellor, Dr. Robert Haché indicated his conflict as it relates to any CURIE/CCAA related matters.

3. Chair's Items

The Chair welcomed the new student representative of the Graduate Students' Association (GSA), Meghan McCue, to the Board.

4. CCAA Actions and Updates

Mr. Jeff Bangs, Chair, invited the President and Vice-Chancellor, Dr. Robert Haché, to introduce the advisors who were providing updates to the Board. Amongst those providing updates on various CCAA-related items were Counsel, DJ Miller and Counsel, Larry Theall.

5. Human Resource Matter

The Executive Team departed the meeting for Item 5.

Human Resource Matter – Senior Leadership Transition

The Chair invited Counsel, Michael Kennedy to provide an overview for this item.

RESOLUTION: Moved by Robert Brouillette and seconded by Vernon Cameron

BE IT RESOLVED,

THAT the Board of Governors hereby terminates the appointment of Dr. Robert Haché as President and Vice-Chancellor, on a without cause basis, to be effective as of October 31, 2022, as presented at its meeting of October 21, 2022.

5. Executive Committee Recommendations:

5.1 Adoption of a Consent Agenda for Board Meetings

5.2 Responsibilities for Governors of the Board and Members of Board Committees

Mr. Bangs, Chair, invited the Chair of the Executive Committee, Mr. Don Duval to present items 5.1 and 5.2 respectively.

5.1 Adoption of a Consent Agenda for Board Meetings

Mr. Duval provided an overview for the operation of a consent agenda, with materials detailing the context and functionality of a consent agenda provided in the agenda materials.

He explained that minutes of the Board meeting will report matters approved as part of the consent agenda as "carried by unanimous consent". Information items received as part of the consent agenda will be reported as "received". In response to a question regarding whether non-voting governors

Carried with one (1) abstention, Meghan McCue

INFORMATION ITEMS

7. Chair's Items

Mr. Jeff Bangs, Chair, recognized new Governor Laura Kurkimaki who recently joined the Board. He stated that the recruitment process was ongoing