



# MASSEY COLLEGE

*in the University of Toronto*

4 Devonshire Place,

Toronto Ontario Canada M5S 2E1

## MASSEY COLLEGE

### MINUTES OF THE GOVERNING BOARD

Meeting held on Tuesday, November 20<sup>th</sup>, 2018 at 4:00 pm in the Round Room

#### **Present**

Prof. Anita Anand, Dr. Aubie Angel, Mr. Alan Broadbent (Chair), Prof. Katherine Lochnan, Mr. John Massey, Prof. Sarianna Metso, Prof. Jonathan Rose, Hon. Hugh Segal (Principal), Mr. David Smith (Quadrangle Society Chair), , Mr. David Sutton (Don of Hall), Prof. Joseph Thywissen, Mr. Peter Tovell, Prof. Alissa Trotz, Mr. Olivier Sorin (representative of Alumni Association), Mr. Ian Webb, Mr. Craig Thorburn.

#### **Officers and Staff**

Ms. Joyee Chau, Bursar; Ms. Elena Ferranti, Administrative Assistant & Recording Secretary; Ms. P.J. MacDougall, Librarian.

#### **Regrets**

Prof. Joshua Barker, Prof. Wendy Dobson, Prof. Colleen Flood, Dr. Jane Freeman, Prof. Meric Gertler, Mr. Tom Kierans, Mr. Raymond Massey, The Rt. Hon. Beverley McLachlin (Visitor), Dr. James Orbinski, Prof. Barbara Sherwood Lollar, Prof. Elizabeth Smyth, ,



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### **WELCOME FROM THE CHAIR**

The Chair called the meeting to order at 4:10 pm.

### **APPROVAL OF AGENDA**

Upon motion duly made, seconded and unanimously carried **IT WAS RESOLVED THAT** the agenda be approved.

### **APPROVAL OF MINUTES**

Upon motion duly made, seconded and unanimously carried **IT WAS RESOLVED THAT** the Minutes of the meeting held on September 28<sup>th</sup>, 2018 and October 15<sup>th</sup>, 2018 be approved and published online.

### **QUADRANGLE SOCIETY CHAIR REPORT**

The Chair of the Quadrangle Society delivered the report to the Governing Board, commenting on the material that had been previously circulated. The Chair presented a vision for the future Quadrangle Society as a more effective and integrated “town” estate. He formally met with 51 members of the community, had informal listening sessions with other members and worked with the administration to analyse data. He reported that the QS is gender-balanced, both SF and QS members have grown considerably relative to the JFs and Staff. He also reported levels of “inactivity” among QS: only 16% of QS participate to the Meeting of Minds program and 36% had never made a donation. The Chair froze the membership process for last year. The nomination process will be based on the SF new process and it will involve a Selection Committee. There will be a Town Hall in December to discuss the different estates of the College.

The Chair of the Board thanked the Chair of the Quadrangle Society for his tireless and outstanding work.



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Discussion followed about admission and selection, timeline for a full revision, analogies btw QS issues and SF issues, expectations for the town hall, recommendation to include diversity, ways to engage, fundraising possibilities and mentorship program.

### **GOVERNANCE AND NOMINATING COMMITTEE REPORT**

The GNC chair updated the Board about the Town Hall held on October 23, 2018. Discussion followed about the nature of the minutes produced by the GB. The GNC recommended that the Town Hall continue, at least twice a year, to inform the community about important issues and changes. The GNC is working on revising the Job description for the GB Chair and Vice-Chair and the mission of the Governing Board.

The Co-Chair of the GNC read Motion 1 to the Board and this was discussed.

MOTION 1: Upon motion duly made, seconded and unanimously carried **IT WAS RESOLVED THAT** the changes to Governance at Massey College listed below be continued and that the Massey Act and to the College bylaws be amended as needed to reflect those changes:

1. That the “Corporation” be called the “Governing Board” (GB).
2. That the GB meet 4 times a year (or more as needed) rather than 2 times a year.
3. That positions of Chair and Vice-Chair of the GB be introduced.
4. That the Board Chair and the Vice-Chair be elected by GB members.
5. That the following GB committees be maintained: Governance and Nominating; Audit; and Risk.
6. That new processes (as described in the document titled “Massey College Governing Board Nomination and Selection Process for New GB Members”) be used for nominating and selecting new GB members.



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The Co-Chair read the document Process and the Chair opened for discussion. Friendly amendment to modify point 4 to The GNC should consider all nominations and determine a recommendation for APPROVAL of GB.

MOTION 2: Upon motion duly made, seconded and unanimously carried **IT WAS RESOLVED THAT** the Governing Board adopt the process described in the document Process for Nominating and Appointing Massey College Governing Board Chair and Vice-Chair.

The GNC Co-Chair introduced Motion no. 3 and described the document to the GB.

MOTION 3: Upon motion duly made, seconded and unanimously carried **IT WAS RESOLVED THAT** the Governing Board adopt the process described in the document Process for Nomination and Appointment of Massey College GB Committee Chair and Members.

### **PRINCIPAL'S REPORT**

The Principal delivered the Principal's report to the Board with an update about the significant events at Massey since the last Governing Board meeting: High Tables, Book Clubs, JF Buffets, SF Luncheons, Breakfast event on USMCA, SF Gala, planning meetings, Town Halls, Music Club, Visiting Scholars Introduction event, Cundill Prize, Organ Donation event, CBC-Massey Lectures, CIFAR-Massey lecture, Finnish Ambassador's visit, Journalism Fellows luncheons, Fit-for-Purpose Analysis.

### **DON OF HALL REPORT**

The Don of Hall delivered his report to the Governing Board, with updates on Founders Gaudy, JF/SF Liaison Group coffee hour, Halloween Party, possibility to develop a closer relationship with Alumni community. The Junior Fellowship welcomed the newly elected Senior Fellows. There was a good response to the new Community dine-in-halls, but SF presence is still low.



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### **OTHER BUSINESS**

Massey Grand Round has been meeting, topic of MGR Symposium in March 2019 is “How to live forever”.

### **IN CAMERA SESSION**

Upon motion duly made, seconded and unanimously carried **IT WAS RESOLVED THAT** the meeting move into an *in-camera* session (with Principal).

Following discussion,

Upon motion duly made, seconded and unanimously carried **IT WAS RESOLVED THAT** the meeting move into an *in camera* session (without Principal).

Upon motion duly made, seconded and unanimously carried **IT WAS RESOLVED THAT** the meeting move out of the *in camera* session.

### **TERMINATION**

Upon motion duly made, seconded and unanimously carried **IT WAS RESOLVED THAT** the meeting be terminated.

Draft Approved October 25, 2018

Process for Nomination and Appointment of  
Massey College GB Committee Chairs and Members

The Governing Board (GB) of Massey College has three committees: Governance & Nominating, Audit, and Risk. The selection process for Chairs of the committee, *and* the members of the committees is given below.

Eligibility: The members of the Committees can be drawn from any estate of the College: Junior Fellows, Senior Fellows, Quadranglers and Alumni. At least half of each committee must be members of the Governing Board. Members of the committee should have, by and large, have relevant experience or appropriate education related to the purpose of the committee. Chairs of Committees must be members of the GB.

Term: The usual term of membership on each committee should be three years, open to renewal by mutual agreement. The usual term of a Committee chair is two years, open to renewal by mutual agreement.

Call for Nominations: Each year, the GNC may issue a call for nominations for members of each committee that has vacancies. All members of the Massey community (Junior Fellows, Senior Fellows, Quadranglers, Alumni and Staff) are eligible to nominate candidates.

Recommendation: The GNC will present its recommendations to the GB for approval, including recommendations for the committee Chairs.

Process for Nominating and Appointing Massey College Governing Board Chair and Vice-Chair

1. The GNC should issue a call for nominations for the position (either GB Chair or Vice-Chair) to members of the Governing Board.
2. To be eligible to serve as Vice-Chair or Chair, the nominee must be a current member of the GB including those serving in an ex-officio capacity.
3. A nomination should arrive in written form, including a rationale for the nomination and a CV. The nominator should state that the nominee has been informed and has agreed to stand for the position. Applications (self-nominations) are also welcome.
4. The GNC should consider all nominations and determine a recommendation for the GB.
5. The term of the Chair or Vice-Chair overrides the normal term limits of GB members.