



MASSEY COLLEGE

in the University of Toronto

4 Devonshire Place,
Toronto Ontario Canada M5S 2E1

MASSEY COLLEGE
MINUTES OF THE GOVERNING BOARD
Thursday, November 28th 2019
4:00pm | Round Room

PRESENT

Board members: Aubie Angel, Alan Broadbent, David Cameron, Tim Casgrain, Nathalie Des Rosiers, Colleen Flood, Paul Gooch, Edith Hillan, Jennifer Jenkins, John Massey, Sarianna Metso, Julian Posada, David Robertson, Jonathan Rose, Barbara Sherwood Lollar, Brian Silverman, David Smith, Liz Smyth, Olivier Sorin, Craig Thorburn, Peter Tovell and Alissa Trotz,

Staff: Joyee Chau, Elena Ferranti, Amela Marin, PJ McDougall and Emily Mockler

REGRETS

Joshua Barker, Beverley McLachlin and Raymond Massey

WELCOME FROM THE CHAIR

The Chair called the meeting to order at 4:02 pm and thanked the members of the Board for their work on behalf of the College. She offered a special thanks to the Board Committee Chairs and heads of the College communities for their time and the leadership they show.

She welcomed two new Board members: Senior Fellow David Cameron, the Designate of the President of the University of Toronto and Quadrangle Society Member Tim Casgrain, Chair of the Finance and Audit Committee.

She then outlined her three priorities:

1. To work with all members of the Massey Community; the Junior Fellowship, the Senior Fellowship, Alumni and Quadrangle Society members to nourish learning and serve the public good by foregrounding the values of inclusiveness, responsiveness, excellence and respect
2. To engage in a collaborative relationship with the Massey community: the Junior Fellowship, the Senior Fellowship, Alumni and Quadrangle Society members to support and assist the Principal in implementing her current priorities of enhancing the College's reputation, ensuring the College's sustainability and empowering the College's inclusive and vibrant community.
3. To further the development of our governance structure, reminding ourselves of the key functions of governance: approval, oversight and advice.

She aims to realize these priorities by working in a collaborative manner with the Principal, Vice Chair and members of the Governing Board who represent the larger Massey community.

From an operational perspective, she is honoured and privileged to be working as a team with Vice Chair Craig Thorburn. They are sharing committee responsibilities, meet weekly with the Principal, have initiated an Executive Committee, created terms of reference and struck a meeting schedule.



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The Board will be moving to a consent-type agenda as a means to ensure adequate time for discussion of critical items. Thus, the Executive Committee has requested that committee chairs prepare written reports to be circulated in advance of Board meetings. Oral summaries will be presented at the Board meetings, and minuted for presentation to the Massey community. The goal is to have a comprehensive list of motions and rationales that will form part of the public record.

In collaboration with the Principal, The Executive Committee is planning a board retreat in the winter to hear the results of Principal Des Rosier's consultations. This will also be an opportunity to identify issues for future discussion.

APPROVAL OF AGENDA

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

APPROVAL OF MINUTES

Upon motion duly made, seconded and unanimously carried **IT WAS RESOLVED THAT** the Minutes of the meeting held on September 20, 2019 be approved and published online. **CARRIED.**

BUSINESS ARISING

The Principal will be discussing an additional item raised by the Don of Hall and an oral Report from the Alumni committee.

PRINCIPAL'S REPORT

The Principal outlined six major objectives:

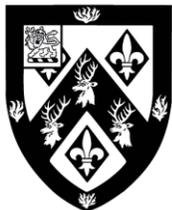
- i. Supporting the Massey Community and all of its constituent groups. The Principal has had over 150 one-on-one meetings, and will continue to do so in the coming months
- ii. Reconciliation
- iii. Enhancing Massey's intellectual reputation
- iv. Fundraising
- v. Future College events
- vi. Establish the Committee on Good Standing - comprised of Senior Fellow Stephen Gouge, Senior Fellow Edith Hillan, Don of Hall or representative and Senior Resident Anita McGahan

Upon motion duly made, seconded and unanimously carried **IT WAS RESOLVED THAT** the Governing Board approves the appointment of the Committee on Good Standing as described in the document. **CARRIED**

DEAN OF FELLOWSHIP REPORT

The Dean of Fellowship discussed recruitment strategies, and highlighted the statistics on new and returning Junior Fellows. She reported on the Visiting Scholars and Senior Residents and gave an overview of the activities of the William Southam Journalism Fellows and Scholars-at-Risk.

Upon motion duly made, seconded and unanimously carried **IT WAS RESOLVED THAT** the Board approve the 2019/2020 Junior Fellows. **CARRIED.**



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DON OF HALL REPORT

The Don of Hall delivered a summary of Junior Common Room (JCR) activities over the fall; highlighting the first ever Pride Week at Massey College and the visit to the Mississauga of the Credit First Nation. He discussed JCR governance touching on the revision process of the JCR Constitution as well as allocations for the Quarter Century Fund to Junior Fellow-led initiatives. Lastly, he touched on the Junior Fellows wellness and inclusivity initiatives.

CHAIR OF THE QUADRANGLE SOCIETY REPORT

The Chair of the Quadrangle Society highlighted areas of focus for 2020. The main points were: aligning Quadrangle Society selection process with the needs of the College; developing a culture of philanthropy and a more effectively engaging the community and contributors.

GOVERNANCE AND NOMINATING COMMITTEE REPORT

The Chair of the Governance and Nominating Committee highlighted two major activities and items: the purpose and process for appointing the Massey College Visitor and the Governing Board Mandate. He then updated the Board on other tasks underway such as the call for nomination of new Senior Fellows, a review of the Principal search process and the creation of a review processes for Chairs of Committees of the Board.

Motion 1: Upon motion duly made, seconded and unanimously carried **IT WAS RESOLVED THAT** the process for appointing the Visitor be as described in the document “The Visitor to Massey College.” **CARRIED.**

Motion 2: Upon motion duly made, seconded and unanimously carried **IT WAS RESOLVED THAT** the Governing Board accepts its mandate as described in the document, “Massey College Governing Board Mandate.” **CARRIED.**

FINANCE AND AUDIT COMMITTEE REPORT

The Bursar summarized the fiscal 2019 financial results. The College continues to have a modest but solid financial position without significant liabilities. She then presented the auditors report on audit strategies and results and discussed operational financials up to September 2019.

Motion 1: Upon motion duly made, seconded and unanimously carried **IT WAS RESOLVED THAT** the Governing Board approves the financial statements for the year ended April 30, 2019. **CARRIED.**

Motion 2: Upon motion duly made, seconded and unanimously carried **IT WAS RESOLVED THAT** the Governing Board approves the appointment of Grant, Thornton LLP as auditors of Massey College for the year ended April 30, 2020. **CARRIED.** Discussion followed about why this particular firm continues to be chosen, with the conclusion that the choice should be revisited every few years.



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Motion 3: Upon motion duly made, seconded and unanimously carried **IT WAS RESOLVED THAT** the Governing Board approves the Strategic Investment Proposal. **CARRIED.**

RISK COMMITTEE REPORT

The Chair of the Risk Committee reported on the priorities:

- i. Broad areas of College risk
- ii. The need for a framework for disaster planning
- iii. The need for a clear communications protocol
- iv. Plans for physical safety at the College
- v. Staff succession planning

The Chair then submitted two poems (penned during the meeting) for the enjoyment and consideration of the Board.

Risk is a riddle
A universe of pain
If we don't manage it
We'll wind up in the drain

-and-

An old bell tower
The concrete wrinkled cracks
We need money now

The Committee is putting together a larger report for future submission.

OTHER BUSINESS

Two items were presented. The first, in place of a written report, the representative of the Alumni Association, reported on recent activities, including a highly successful Alumni Dinner, mentorship and networking event. He indicated that they are working on the Alumni Association constitution and by-laws.

Second, Vice Chair Craig Thorburn presented a motion of congratulations to Senior Fellow and Board member Anita Anand on her recent election to the House of Commons and subsequent appointment as Minister of Public Services and Procurement.

IN CAMERA SESSION

Two *in camera* sessions, one with the Principal attending, and one without were then held

ADJOURNMENT The meeting adjourned at 5:45pm