



At the Board of Governors meeting held on October 21, 2022, the Board adopted a **Board Disclosure Policy**. The Policy stipulates what information emanating from Board meetings is authorized to be made available to the University community by way of publication on the University's official website.

The Board will now make available to the University Community the following information:

- Meeting schedules for the Board of Governors and its Committees
 - Agendas for meetings of the Board and its Committees
 - Summaries prepared by the University Secretariat of meetings of the Board and its Committees, as approved by the Chair of the Board or respective chair of the Committee.
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This is the first Board of Governors Meeting Summary published under the new Policy. These summaries are for information only and do not constitute an official record of the Board meeting.

At the meeting held on October 21, 2022, the Board conducted the following business:

1. The board welcomed new faculty governors, Dr. Mohamed Drira, Department of Accounting and Commercial Law of the Sobey School of Business, and Dr. Rituparna Kanungo, Department Chair of the Astronomy and Physics Department, together with two new alumni appointees, Bafana Mashingaidze and Vivek Sood.

2. Reports were provided by the following:

- Advancement Committee
- Governance Committee
- Honorary Degrees Committee
- SMUSA President

3. The Board of Governors approved:

- Minutes of the Board of Governors meetings held on September 9 and September 28, 2022.
- Policy 12- Board Disclosure Policy, in the form attached to this summary report. The Policy and the information to be published by the Board will be made available at smu.ca.
- The Board approved an amendment to the Terms of Reference for the Governance Committee to require that one member of the Governance Committee also be a

member of the Human Resources Committee. The Terms of Reference for all Board Standing Committees are available at smu.ca.

- The award of an honorary degree on a recommendation from Senate. The award is subject to acceptance by the candidate, so further information will be withheld until confirmation of acceptance.

4. The Board considered:

- A recommendation from the Audit & Risk Committee that the Board adopt a Safe Disclosure Policy. The Board generally recognizes the need for such a policy and sent a proposed draft back to the Audit & Risk Committee for consideration of comments and suggestions offered by board members.

5. The Board received presentations/updates/information as follows:

- President's Report: The President applauded the SMU community on a successful Homecoming. He noted a visible strength of community involved in all events that brought together students, faculty, and community members. Community members have conveyed appreciation for the success of the events, and a sense that the university has a different culture than others. The President also highlighted research work, and initiatives related to student success.
- Interim Vice President Academic & Research Enrolment Update: Dr. M. VanderPlaat provided an overview of the University's enrolment numbers to date. She noted that Fall 2022 enrolment is down compared to Fall 2021. Winter enrolments are also down. Dr. VanderPlaat advised that faculties have been asked to contribute to a strategic enrolment plan that allows for fiscally responsible delivery of the academic mission. She noted that there continues to be a decrease in international enrolments, and it is thought that government delays in processing study permits is a factor. She offered insight into student experiences that may be impacting enrolments. Dr. VanderPlaat noted that students are asking for flexibility in the mode of course delivery and the University must think strategically about what courses should be delivered in hybrid, virtual, and/or in-person formats.
- Report on Maclean's 2023 University Rankings: the Board considered an overview of the current Maclean's rankings and discussed with management the results.
- Report on Year-to-date Financial Results: the Board received and discussed the year-to-date financial position of the University, noting the significant challenges faced by the University due to significant reliance on tuition revenues, decreased revenue from government, and external factors that challenge access for potential international students to Canadian higher education.

6. The Board held an *in-camera* session without management present.
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The Agenda for this meeting can be found on smu.ca. Questions may be directed to the University Secretary, at board@smu.ca.



Name:	Disclosure of Board Information Policy
Policy Number:	12-008
Approving Authority:	Board of Governors
Approved:	October 21, 2022
Responsible Office:	University Secretariat
Responsibility:	University Secretary
Revision Date(s):	Not applicable
Supersedes:	Not applicable
Next Required Review:	One year following approval, and every three years thereafter.

1. Purpose

- 1.1. The Board of Governors (the “Board”) is committed to principles of accountability and transparency to the University Community. At the same time, the Board is bound by the requirements of the Act and the Bylaws with respect to preserving confidentiality of board meeting proceedings, except as agreed or authorized by the Board.
- 1.2. Board decisions will be made only in accordance with the Act and the Bylaws and with official Board decision-making procedures at properly convened meetings of the Board and its Committees or by means of electronic approval.
- 1.3. This Policy stipulates what information emanating from meetings of the Board and its Committees is authorized to be made available to the University community by way of publication on the University’s official website.

2. Jurisdiction/Scope

- 2.1. This Policy applies to all meetings of the Board and Board committees (“Committees”) and information generated because of such meetings.

3. Definitions

- 3.1. Unless otherwise defined in this Policy, words capitalized in this Policy have the meaning given to them in the Act or the Bylaws.
- 3.2. The following words have the following meanings:
 - a. “**Act**” means the Saint Mary’s University Act, 1970, as amended from time to time.
 - b. “**Bylaws**” means the Bylaws of the University as adopted by the Board from time to time.
 - c. “**University Community**” means students, faculty, staff, and alumni of the University, and the public which is served by the University.

4. Policy

- 4.1. Notwithstanding Section 10 of the Bylaws, the Board authorizes the following information to be made available to the University Community by publication on the University's website:
 - a. Meeting schedules for the Board and its Committees
 - b. Agendas for meetings of the Board and its Committees
 - c. Summaries prepared by the University Secretariat of meetings of the Board and its Committees, as approved by the Chair of the Board or respective chair of the Committee.
- 4.2. Agendas for Board meetings and meetings of Committees are prepared by the University Secretary in consultation with the Chair and chairs of Committees, as the case may be. Any member of the University Community may submit a suggestion for an addition to a Board or Committee agenda at any time by submission in writing to the University Secretary at board@smu.ca. Adding an item to any Board or Committee agenda is within the discretion of the Chair or Committee chair. Such discretion will be exercised based on whether the matter brought forward is within the purview of the Board. The University Secretary may request additional information from a submitter before forwarding a request to the Chair or Committee chair. Members of the University Community may consult with the University Secretary as to whether a matter is within the Board's purview or with respect to governance matters generally.
- 4.3. Any document made available pursuant to Section 4.1 above may be redacted if, in the opinion of the Board Chair or chair of the Committee, redaction of information is required to comply with the Act, the Bylaws, to protect the interests of the University or a third party, or to comply with a legal requirement.

5. Related Policies, Procedures, & Documents

- 5.1. Act
- 5.2. Bylaws