



CUBA

Canadian University Boards Association

ACCAU

L'Association canadienne des conseils
d'administration d'universités

ANNUAL GENERAL MEETING

Saturday May 6, 2023, 11:15 a.m. to 11:45 a.m. CT
Adams Ballroom, Delta Bessborough, Saskatoon, SK

Chair: Joy Crawford

AGENDA

<u>Item</u>	<u>Action</u>
1. Approval of the Agenda	Approval
2. Minutes of the 2022 Annual General Meeting*	Approval
3. Report from the Board of Directors*	Information
4. CUBA Financial Statements as of 31 March 2023*	Approval
5. Organizational Matters:	
a. 2023-2024 Budget*	Approval
b. Call for expression of interest - hosting the 2025 Annual Conference and AGM	Approval
6. Report of the Nominating Committee	
a. Proposed membership slate for 2023-2024 CUBA/ACCAU Board of Directors*	Approval
b. Membership for 2023-24 CUBA/ACCUA Web Advisory Committee*	Information
7. Other Business	

* *Attachments*

Issued: May 2, 2023

Claire Milton
Secretary,
Canadian University Boards Association



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**Minutes of the Annual General Meeting of the Association
Friday 29 April 2022
Via Videoconference**

The meeting was called to order at 4:00 p.m. EDT by the chair of the association, Joy Crawford of University of Saskatchewan. A quorum of member institutions was present. Claire Milton of Saint Mary's University acted as recording secretary.

1. Approval of the Agenda

A motion was heard to approve the agenda. Amanda Goth and Anwar Kazimi. Carried.

2. Minutes of the 2021 Annual General Meeting

A motion was heard to approve the minutes as distributed. Alice Reynard and Kellie Howitt. Carried.

3. Report from the Board of Directors

The chair provided remarks to augment the written report.

4. CUBA Financial Statements as of 31 March 2022

The secretary provided a short overview of the statements. A motion was heard to approval the financial statements as presented. Sarah DeVarenne and Karen Logan. Carried.

5. Organizational Matters

a. 2022-23 Budget. The secretary presented the draft budget and highlighted items of interest to members. A motion was heard to approve the budget as presented. Lynne Castonguay and Amanda Goth. Carried.

b. Recommendation to Extend the Terms of Current CUBA Honorary Members. Crawford noted the rationale for extending the terms to allow in-person attendance of honorary members for the usual number of years following their election. A motion was heard to extend the terms of current honorary members by one year. Mike Grivicic and Gen Gauthier-Chalifour. Carried. The secretary will communicate this decision to the current honorary members.

c. Call for expression of interest in hosting the 2024 Annual Conference and AGM. A motion was heard to approve Western University as the host of the 2024 Annual Conference and AGM. Gen Gauthier-Chalifour and Amanda Goth. Carried.

6. Report of the Nominating Committee

a. Proposed Membership Slate for 2022-2023 CUBA/ACCAU Board of Directors. Mike Grivicic referred to his report included with meeting materials. A motion was heard to approve the appointment of the following slate of candidates to the CUBA/ACCAU Board of Directors commencing at this annual meeting:

Two-year terms:

Secretary:	Claire Milton, University Secretary, Saint Mary's University
Director at Large:	Carrie Anderson, University Secretary, University of Victoria
Director at Large:	Mike Grivicic, Associate University Secretary, University of Waterloo
Director at Large:	Carol Ryder, Chair, Alberta University of the Arts

Three-year term:

Director at Large: Lynne Castonguay, Secrétaire Générale, Moncton

Mike Grivicic and Gen Gauthier-Chalifour. Carried.

b. Preliminary Membership for 2021-22 CUBA/ACCAU Web Advisory Committee. Mike Grivicic referred to the proposed motion included with meeting materials. A motion was heard to appoint the following candidates to the CUBA/ACCAU Web Advisory Committee for the period 2022-2023:

West/ouest	Central/central	East/est
<i>TBD</i>	Gina Kennedy (<i>NOSM</i>)	Kim Campbell, Chair (<i>Mount Saint Vincent</i>)
	Rebecca Coupland (<i>Queen's</i>)	Claire Milton (<i>Saint Mary's University</i>)
<i>TBD – one or three additional members, with preference from west region</i>		

Mike Grivicic and Gen Gauthier-Chalifour. Carried.

7. Other Business

With no further business, the meeting was adjourned.



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**Report from the Board of Directors to the Annual General Meeting
May 5, 2023**

I am pleased to report that we have steered CUBA through an unsettling period of “virtual” experiences for our membership, and we are so pleased that our future appears to be a restoration of our more traditional in-person approach, commencing with a wonderful reunion at the annual conference hosted by University of Saskatchewan.

The 2022 virtual annual conference held in the Spring of 2022 was the first conference hosted by CUBA/ACCAU itself. The conference was a success, with good participation and a strong program put together by a subcommittee of the board. Thank you to Carol Ryder (Alberta University of the Arts), Carrie Andersen (University of Victoria), Claire Milton (Saint Mary's University), Jodie Gallais (University of Lethbridge), Monique Richer (Université Laval), who joined me in taking on the work of planning and organizing this conference.

Throughout 2022/2023, the board worked on several important initiatives:

1. Subject to approval of this year’s budget, the CUBA Board approved in principle a service agreement with Universities Canada, to formalize the long-standing arrangements whereby Universities Canada provides bookkeeping, accounting, and administrative services for our association.
2. Provided oversight with respect to the 2023 Annual Conference at University of Saskatchewan.
3. Reviewed and discussed the proposed governance standards developed by the Council of Ontario Universities and considered the development of national governance standards for the higher education sector.
4. Initiated the development of a sponsorship and endorsement policy with respect to third party governance education initiatives.
5. Established a CRM Task Force to consider options for implementing a membership database and communications platform.
6. The Board has reviewed the final report of the Nominating Committee, the draft 2023/24 budget and agreed to recommend the Nominating Committee’s report and the budget for approval to the membership.

My sincerest thanks to all who served on the Board over the past year. The Board continues to explore ways to make CUBA more useful and relevant to our members. Members are encouraged to forward ideas for projects or initiatives that CUBA might consider to the CUBA Board.

Respectfully submitted,
Joy Crawford, Chair
Canadian University Boards Association



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**Financial Statements
États financiers**

**For the Year Ended March 31, 2023
Pour l'exercice clos le 31 mars 2023**

CANADIAN UNIVERSITY BOARDS ASSOCIATION
Statement of Financial Position

March 31, 2023, with comparative information for 2022

	2023	2022
Assets		
Current Assets:		
Funds on Deposit	\$ 93,678.07	\$ 120,625.96
Accounts Receivable	4,875.00	2,375.00
Prepaid Expenses	50,000.00	25,000.00
	\$ 148,553.07	\$ 148,000.96
Liabilities and Net Assets		
Current Liabilities:		
Accrued Liabilities	\$ 625.00	\$ 600.00
Net Assets:		
Unrestricted	\$ 147,928.07	\$ 147,400.96
	\$ 148,553.07	\$ 148,000.96

CANADIAN UNIVERSITY BOARDS ASSOCIATION
Statement of Operations

Year Ended March 31, 2023, with comparative information for 2022

	2023	2022
Revenue:		
Membership fees	\$ 21,250.00	\$ 10,625.00
	\$ 21,250.00	\$ 10,625.00
Expenses:		
Conference Subsidy	7,161.20	29,681.47
Travel	8,334.41	-
Membership fees	600.00	600.00
Web Hosting	1,500.00	-
Translation	3,002.28	1,032.58
Bad Debt	125.00	-
Gifts/Awards	-	500.00
	\$ 20,722.89	\$ 31,814.05
<i>Excess of Revenue over Expenses</i>	<i>527.11</i>	<i>(21,189.05)</i>
Net Assets - Beginning of Period	147,400.96	168,590.01
Net Assets - End of Period	\$ 147,928.07	\$ 147,400.96

**ASSOCIATION CANADIENNE DES CONSEILS D'ADMINISTRATION
D'UNIVERSITÉS**
État de la situation financière

Au 31 mars 2023, avec informations comparatives de 2022

	2023		2022	
Actif				
Actif à court terme:				
Fonds déposés	93 678.07	\$	120 625.96	\$
Comptes à recevoir	4 875.00		2 375.00	
Charges payées d'avance	50 000.00		25 000.00	
	148 553.07	\$	148 000.96	\$
Passif et actif net				
Passif à court terme:				
Charges à payer	625.00	\$	600.00	\$
Actif net:				
Non affecté	147 928.07	\$	147 400.96	\$
	148 553.07	\$	148 000.96	\$

**ASSOCIATION CANADIENNE DES CONSEILS D'ADMINISTRATION
D'UNIVERSITÉS**
État des résultats

Exercice clos le 31 mars 2023, avec informations comparatives de 2022

	2023		2022	
Revenus:				
Cotisations des membres	21 250.00	\$	10 625.00	\$
	21 250.00	\$	10 625.00	\$
Dépenses:				
Conférence Subvention	7 161.20		29 681.47	
Déplacements	8 334.41		-	
Cotisations	600.00		600.00	
Hébergement Web	1 500.00		-	
Traduction	3 002.28		1 032.58	
Créance Irrécouvrable	125.00		-	
Cadeaux/récompenses	-		500.00	
	20 722.89	\$	31 814.05	\$
<i>Excédent des revenus sur les dépenses</i>	<i>527.11</i>		<i>(21 189.05)</i>	
Actifs net au début de la période	147 400.96		168 590.01	
Actifs net à la fin de la période	147 928.07	\$	147 400.96	\$



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MOTION: That the proposed Budget for 2023-2024 be approved.

		Actual 2021-22	Actual 2022-23	Budgeted 2022-23	Variance 2022-23	Budget 2023-24	Note
REVENUE							
	Membership dues	\$10,625	\$ 21,250	\$ 21,000	\$250	\$25,800	[1]
	Conference Excess		0	0	0	\$0	[2]
	Total Revenue	\$10,625	\$21,250	\$21,000	\$250	\$25,800	
EXPENSE							
	Conference Subsidy	\$29,681	\$7,161	\$50,000	\$42,839	\$50,000	[3]
	Meetings/Travel	\$0	\$8,334	\$20,000	\$11,666	\$15,000	
	Universities Canada Membership	\$600	\$600	\$600	\$0	\$600	
	Website Hosting	\$0	\$1,500	\$500	(\$1,000)	\$1,500	
	Translation	\$1,033	\$3,002	\$2,000	(\$1,002)	\$3,000	
	Other	\$500	\$125	\$400	\$275	\$6,500	[4]
	Listserv hosting	\$0	\$0	\$0	\$0	\$0	[5]
	Total Expenses	\$31,814	\$20,722	\$73,500	\$52,778	\$76,600	
EXCESS (DEFICIT)	Revenue over Expenses	(\$21,189)	\$528	(\$52,500)	(\$52,528)	(\$50,800)	[6]

- Budget assumes 86 memberships at an annual fee of \$300. The membership fee was abated to \$125 from \$250 for two years during the pandemic. The fee was restored to \$250 last year, a fee that has not changed for many years. The fee is proposed to increase in 2023-2024 due to a new service fee of \$6000 payable to Universities Canada for administrative and accounting services and anticipated higher fees for website maintenance and a CRM project to improve membership database and relationship management.
- CUBA does not budget an excess of funds from the annual conference. Although prior years' conferences have reported profits, CUBA conference hosts are not required or expected to make a profit; though there is the continued assumption that the conference will break even with the assistance of the subsidy.

Historical Information, Conference Excess/Deficiency

2014-15	Excess \$15K
2015-16	Excess \$23K
2016-17	Excess \$30K
2017-18	Excess \$2K
2018-19	Excess \$8.7K
2019-20	Deficiency \$6.7K
2020-21	Deficiency \$10.9K

2021-22	Deficiency \$29.7K
2022-23	Deficiency \$7.2K

3. A subsidy is provided to conference hosts with no expectation for repayment, considering the association's net assets. The conference subsidy increased to \$50K in 2017, recognizing that CUBA is a non-profit and should not carry a large profit, and that financial assistance should be provided to conference hosts where necessary and as appropriate. The subsidy no longer appears in the revenue section.

In the financial statements, the \$50K amount is shown as a prepaid expense towards the upcoming conference. The expenses are incurred for the relevant conference which happens in the next fiscal year (e.g when the 2023-2024 year has been closed, the 2024-2025 year will show the \$50K as a subsidy until all conference related expenses have been paid, and the excess is paid to CUBA. The mid-year report will then show the amount as a subsidy, and any amounts paid for the AGM as an advance). This is consistent with prior years.

4. In 2021-2022, CUBA donated \$500 in memory of Becky Dinwoodie to Ontario Tech University. In the 2022-2023 year, Laurentian University entered creditor protection and therefor its membership fee has been categorized as bad debt (written off). For the proposed budget, an amount of \$6,000 is included representing an administrative fee to be paid to Universities Canada pursuant to a new services agreement approved in principle by the Board of Directors. The agreement provides that Universities Canada will provide all accounting and bookkeeping services for the association, and other services as required from time to time.
5. Listserv hosting provided by University of Manitoba free of charge.

6. *Historical Information, Net Assets at Start of Fiscal Year*

2018-19	\$181,361.06
2019-20	\$196,831.67
2020-21	\$198,543.93
2021-22	\$168,590.01
2022-23	\$147,400.96
2023-24	\$147,928.07



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To: CUBA/ACCAU Annual General Meeting
From: CUBA/ACCAU Board of Directors
Date: March 24, 2023
Subject: **Report to the 2023 Annual General Meeting**

The following report is respectfully submitted to the CUBA Annual General Meeting following recommendation by the CUBA Board, and was formulated by the CUBA Nominating Committee:

- Carrie Anderson, University Secretary, University of Victoria
- Mike Grivicic, Associate University Secretary, University of Waterloo [Committee Chair]
- Claire Milton, University Secretary, Saint Mary's University
- Renée Wintermute, University Secretary, University of Windsor

1. Proposed Membership Slate for 2023-24 CUBA/ACCAU Board of Directors

Motion:

THAT the following slate of candidates to be appointed/reappointed to the CUBA/ACCAU Board of Directors for a two-year term (2023 –2025) at the annual general meeting on May 6, 2023:

- i. Genevieve Gauthier-Chalifour, University Secretary, University of Guelph, as chair of the association
- ii. Carol Ryder, Chair, Alberta University of the Arts, as vice-chair of the association
- iii. Joy Crawford, Vice-Chair, University of Saskatchewan, as past chair of the association
- iv. Al Abraham Jr., Chair, Saint Mary's University, as director at large
- v. Jodie Gallais, University Secretary, University of Lethbridge, as director at large
- vi. Amanda Goth, University Secretary, Carleton University, as director at large
- vii. Edyta Rogowska, Secretary-General, McGill University, as director at large

Rationale:

The recommended composition of the 2023-24 Board of Directors arises from the Board's deliberations for presentation to the 2023 Annual General Meeting (AGM); see attached tabulation for more details. The recommended composition will leave no vacancies; when vacancies do arise, they are customarily addressed following a general call for interest at the AGM.

Considerations affecting the recommendations include:

- Bylaw requirements for composition of the Board of Directors
- Bylaw requirements for consideration of regional interests of the Association
- Bylaw requirement for consideration of hosting of annual conferences for the Association
- Opportunities to preserve a degree of membership continuity from year to year, while also seeking to engage new participants from across the country
- Past practice of alternating between Board Chair and Board Professional in the role of Chair

At the 2021 AGM, the CUBA by-laws were amended to normalize member term appointments of two years with reappointment up to eight consecutive years. The nominating committee seeks to ensure continuity of membership with appropriate and staggered turnover within these bounds.

2. Preliminary Membership for 2023-24 CUBA/ACCAU Web Advisory Committee

For information

The CUBA Board has approved the following slate of candidates for the CUBA/ACCAU Web Advisory Committee for the period 2023-24.

West/ouest	Central/central	East/est
TBD	Gina Kennedy (<i>NOSM</i>)	Claire Milton (<i>Saint Mary's</i>)
	Rebecca Coupland (<i>Queen's</i>) <i>[chair]</i>	
<i>TBD: 2-4 additional members, with preference for representation from west region</i>		

Rationale

The Nominating Committee also provides advice to the Board of Directors concerning the membership of the CUBA Web Advisory Committee.

The terms of reference of the Web Advisory Committee (as approved by the Board of Directors) include the following provisions:

- There will be 5-7 members of the Web Advisory Committee; members are appointed by the CUBA Board of Directors annually and terms are renewable. Suitable individuals will be identified by a periodic invitation for expressions of interest issued to CUBA member organizations.
- The CUBA Board of Directors will endeavour to have the membership on the Web Advisory Committee reflect the regional and size diversity of the Association's membership.
- The Chair of the Web Advisory Committee will be elected from among its membership annually.

Further, at its most recent meeting the Board of Directors affirmed the importance of establishing a connection between its membership and that of the Web Advisory Committee. This is reflected in the recommendation.

Request

Individuals interested in joining the Web Advisory Committee are invited to contact the chair of the Web Advisory Committee.

Position	Name (role at institution)	Region	Year of first appointment	Expiry of current appointment	Recommendation
Chair/President	Genevieve Gauthier-Chalifour (Secretary, Guelph)	Central	2017	2023	Appointment as chair to 2025
Vice-Chair/Vice-president	Carol Ryder (Chair, AUA)	West	2020	2024	Appointment as vice chair to 2024
Past Chair/President sortant	Joy Crawford (Vice-Chair, Saskatchewan)	West	2020	2023	Appointment as past chair
Secretary/secrétaire	Claire Milton (Secretary, Saint Mary's)	East	2020	2024	
Directors at large (not more than eight)	1. Carrie Andersen (Secretary, Victoria)	West	2019	2024	
	2. Al Abraham, Jr. (Chair, Saint Mary's)	East	N/A	N/A	Appointment to 2025
	3. Lynne Castonguay (Secrétaire Générale, Moncton)	East	2022	2025	
	4. Jodie Gallais (Secretary, Lethbridge)	West	2021	2023	Reappointment to 2025
	5. Amanda Goth (Secretary, Carleton)	Central	N/A	N/A	Appointment to 2025
	6. Mike Grivicic (Associate Secretary, Waterloo)	Central	2019	2024	
	7. Edyta Rogowska (Secretary-General, McGill)	Central	N/A	N/A	Appointment to 2025
	8. Carol Ryder (Chair, AUA)	West	2020	2024	
Chair/vice-chair, past conference host	Joy Crawford (Vice-Chair, Saskatchewan)	West	2020		
Secretary, past conference host	Julian Demkiw (Secretary, Saskatchewan)	West	2022		
Chair/vice-chair, upcoming conference host	Keith Gibbons (Chair, Western)	Central	2023		
Secretary, upcoming conference host	Amy Bryson (Secretary, Western)	Central	2022		
Chair/vice-chair, upcoming conference host (two-years hence)	To be determined	To be determined	2023		
Secretary, upcoming conference host (two-years hence)	To be determined	To be determined	2023		