

Executive Committee Meeting

August 8, 2017, 10am EST

Teleconference

Teleconference: 1-877-394-5901, access code: 2985298

Board of Directors attendance:

Martin Bayer

Thérèse Bergeron-Hopson

Charles Cirtwill

George Macey

Staff in attendance:

Emma Helfand-Green

Regrets:

Emilio Rigato

1. Call to Order

Martin called the meeting to order at 10:00am.

2. Approval of Agenda

Martin proposed the agenda item which was to provide an update on the status of the conversations with voting members.

Moved by: Thérèse Bergeron-Hopson

Seconded by: Georgy Macey

3. Status of conversations of voting members

- Martin and Charles wanted to provide an update to the Executive on the meetings with the founding institutions. Meetings with the four voting members have been organized. The meeting with Dominic Girioux and Pierre Zundel (acting Laurentian President) occurred on June 2, 2017. Jennifer Witty was not able to attend the meeting. The meeting with Brian Stevenson and David Tamblyn is scheduled for August 22, 2017.
- Martin and Charles provided a summary of the meeting with Dominic and Pierre on June 2.
 - o Overall, the meeting was positive and cordial. Dominic gave Pierre a quick history of NPI, starting from 2011 when Brian and Dominic started their involvement.
 - o Dominic discussed some of his ongoing concerns – it appeared that he was not receiving a lot of up to date information. He said he felt blindsided that this issue was being brought to him a few days before the AGM.
 - o Charles pointed out that information has been provided to Laurentian's representatives on the Board, as this is the information trail the Board thought they should be following. Part of the problem seems to be that the information is not being passed on to the Chairs and Presidents of the

universities. The understanding was that the reps should be sharing the information with the voting members.

- Martin and Charles brought up the ongoing concerns about the status of the four voting members – highlighting that this structure is inconsistent with NPI's publically stated intentions and vision.
- Dominic replied that he sees NPI as being independent, but also as an integral part of the two universities. He made it clear that the 'parents' of NPI are the universities.
- Martin and Charles discussed some of the governance issues and the two classes of Board members.
- Martin and Charles also discuss their concern about perceived conflicts that the Universities might have with the direction or types of research that NPI might undertake. They discussed the research on a possible University in Timmins and explained that there is a view that Laurentian would not want to support something like this. This impacts NPI's independence. Other examples about staff being given direction, contrary to role of board member, were provided to Dominic.
- Dominic suggested that he and Pierre could discuss the possibility of a written agreement between Laurentian and NPI – making it clear that the voting members would have no role in research priorities, including selection of research topics and researchers. In exchange, NPI would provide information on target donors, and on guidelines NPI might put in place with regards to the kinds of funders we would approach. Then, if there were any conflicts or issues, Laurentian would have a say in the funders NPI approaches. This would allow Laurentian to ensure that NPI isn't competing for the same funding.
- Alternatively, Dominic said that if this agreement wasn't acceptable, there could be a discussion about removing the voting members. However, this would end the support from the university and would lead to a less cooperative relationship moving forward.
- Martin and Charles told Dominic and Pierre that they would be bringing this issue to the Board. Dominic said he would talk to Brian and David to identify if there are some areas of common ground. Dominic also said that he might float an option of an MOU between Laurentian, Lakehead and NPI to Brian.
- Charles mentioned that Dominic doesn't discuss the history of NPI before the Growth Plan – i.e. before the involvement of the Universities. It also appeared that Pierre wasn't nearly as cemented in his position as Dominic was. This means there may be an opportunity to have a further discussion with Pierre.
- Martin raised concerns with Dominic about perceptions of NPI throughout the north – people wonder why the Universities have the decision making authority when the Institute is supposed to be independent. Overall, Martin did not get an answer as to why Dominic wants to maintain the current system with two classes of voters.
- A possible reason for Dominic's stance is that he may be wary about competition for funding as more research institutions emerge in the north.

- George agreed, and said that there is a competitive and self-interested spirit among the universities. Furthermore, for Dominic, this is a legacy issue.
- Charles had a chance to talk about this meeting with Emilio and George.
- At this time, Emilio is prepared to wait until Brian and Dominic have left their positions and then approach the new Presidents to discuss the concerns.
- George mentioned that it was inferred that Dominic would try to interfere with NPI's NOHFC funding ask. Martin agreed, but hopes this will not happen.
- George proposed that the Executive table this discussion until NOHFC funding has been secured.
- Thérèse agreed with George and suggested that the best strategy would be to secure funding, and the move forward and work with the new Presidents.
- Martin agreed with George and Thérèse. He said that the focus has to be on getting funding for next few years and letting personalities simmer down. Pierre will definitely be at Laurentian for the next two years and Lakehead will likely also have to find an interim President for the next few years (George mentioned that there a number of universities in the province looking for Presidents so it may take some time to replace Dominic and Brian).
- Charles agreed, but said that this decision leaves two remaining questions. Firstly, what should the Executive tell the rest of the Board? And second, what should be discussed with Brian and David at the meeting scheduled for August 22nd?
- Charles proposed that, in response to the first question, the Executive not bring this issue up with the Board unless they specifically ask. If they do ask, Charles proposed that the Executive tell members that they are waiting for the meeting with Brian and David and will provide an update in September.
- Martin agreed and suggested that the Executive tell the Board that they have had one meeting, but a few more are scheduled. He suggested that the Executive downplay the matter for the time being. If more questions are asked, the Executive can report that they are trying to gage interests of both organizations and will have more information to report after the meeting with Lakehead.
- Thérèse suggested that this topic be added to the agenda because Board members will be wanting and expecting an update. Martin agreed and said that since this topic generates a lot of passion, it is better to provide a cursory update upfront to keep the Board informed.
- George asked at which Board meeting this item would be discussed. Martin proposed providing a brief update at the next meeting, scheduled for August 10th. This will act as a test run to see how the Board reacts and allow the Executive to prepare for a larger discussion at the meeting in September.
- Charles asked if the Executive should send out an email this afternoon to the Board stating that this item would be added to the agenda.

- Martin suggested that the Executive simply add it to the Agenda on Thursday, rather than sending out the information in the afternoon.
- Regarding the meeting with Brian and David, Martin mentioned that he is unavailable on August 22. George and Emilio had both volunteered, and will be attending.
 - The goal will be to keep the conversation civil and preserve the relationship with Lakehead going forward.
 - Emilio and George will meet with Charles to prepare.

4. Other

- George asked whether Charles could take a few minutes at the beginning of the Board meeting on August 10th to ensure everyone is able to access Gotomeeting. Charles suggest that George call in 10 minutes early so that Emma can ensure he is connected to the system.

The meeting concluded at 10:50am.