

**Minutes of the 590th Meeting of the
Board of Governors**

**Tuesday, April 28th, 2015 at 4:00 p.m.
Room 2440R, River Building**

PRESENT:	Dr. C. Carruthers, Chair	Dr. R. O'Reilly Runte	
	Ms. D. Armstrong	Mr. H. Boyd	Mr. D. Craig (phone)
	Ms. G. Courtland	Ms. L. A. Daly (phone)	Mr. K. Evans
	Mr. N. Falvo	Ms. J. Gilbert	Prof. R. Gorelick
	Mr. E. Greenspon (phone)	Ms. P. Griffin-Hody	Mr. B. Hobin
	Mr. R. Jackson	Mr. O. Javanpour	Prof. T. Kunz
	Ms. L. Levonian (phone)	Prof. M. MacNeil	Dr. P. Merchant
	Ms. C. Muehlberger	Mr. N. Nanos	Mr. F. Odunayo
	Prof. N. Rowe	Ms. R. Thompson (phone)	Ms. L. Watson
	Mr. B. Wener	Mr. M. Wernick	
	STAFF:	Ms. J. Caldwell	Dr. K. Matheson
Mr. D. Watt		Ms. S. Blanchard	Mr. E. Kane
Mr. D. Cumming		Mr. D. Boyce	Mr. T. Sullivan
Mr. B. Winer		Mr. S. Levitt	Ms. B. Springer
REGRETS:	Mr. A. Tattersfield		

OPEN SESSION

1. CALL TO ORDER AND CHAIR'S REMARKS

The Chair called the meeting to order at 4:00 p.m. and noted that all items on the Consent Agenda will be removed and added to the Open Session Agenda as Item 6.0. It was noted that the Open Session of the meeting was being broadcast live to an alternate location on campus for guests to observe, in order for the Board to conduct its business without interruption.

The Chair invited the General Counsel to speak. Mr. Levitt reminded the Board that they have each signed a *Statement of General Duties, Fiduciary Responsibilities and Conflict of Interest* document and noted that all material distributed and discussed outside of the Open Session is considered confidential and that their primary duty is to act in the best interest of the University.

2. APPROVAL OF AGENDA

There was a motion by Mr. Javanpour and it was seconded by Mr. Wener that the agenda be approved, as presented. The motion carried.

3. BUSINESS ARISING FROM THE AGENDA

▪ Report from the Task Force on the Affordability of the Tuition Fee Framework

The business related to this item at the March 30th meeting was adjourned unexpectedly due to an interruption by the guests in attendance. Prior to the meeting being adjourned, there was a motion to accept the Report by Professor Rowe and seconded by Mr. Wener. A vote was taken, with a majority in favour. However, a formal request was made to re-open the matter at the April 28th meeting in order that a discussion could take place regarding the Report.

Ms. Muehlberger was invited to speak formally and presented her concerns regarding the Report, on behalf of the Graduate Students' Association. Other members of the Board also took time to comment on the Report.

Professor MacNeil provided a written analysis, conducted on his own initiative, which presented a summary of *Actual Revenue in Excess of Budgeted Revenue* which was drawn from annual financial reports presented to the Board of Governors, for the period of 2005 through to 2014 inclusive. This report was intended to draw attention to his observation that there is excess revenue from year to year that is reallocated to other initiatives which could be used to offset the need for a tuition increase.

Following the discussion, the Chair suggested that another vote be taken on the matter and that the results of this vote will be recorded in the official records as the final vote on the matter.

On the recommendation of the Finance Committee, Ms. Armstrong moved that the Board accept the report of the Task Force and thanked all who participated in the initiative. The Motion was seconded by Mr. Javanpour. There were seventeen (17) votes in favour, three (3) votes not in favour and four (4) abstentions. The motion was carried.

4. ITEMS FOR APPROVAL

4.1 Review of Appointment Guidelines – Vice-President (Students and Enrolment)

This item was business that was not completed at the March 30, 2015 meeting. The Working Paper that was provided in advance noted that the University Secretariat was

required to create Appointment Guidelines for the position of Vice-President (Students and Enrolment).

Mr. Wernick moved, and it was seconded by Dr. Merchant, to accept the newly created Appointment Guidelines as presented. It was carried.

4.2 2015/16 Proposed Operating Budget

Material was circulated in advance. Mr. Watt made a presentation to the Board, outlining the Proposed Budget for the 2015/16 academic year.

Mr. Wener moved to approve the proposed 2015/16 budget as presented. It was seconded by Ms. Armstrong.

During the discussion period, it was suggested that the Board consider focusing its efforts in the new fiscal year by looking at expenditures and cost-saving measures. In addition, it was expressed that the Board should not feel obliged to automatically support a CPI increase if it is not in the best interests of the University to do so – it should not be considered automatic.

Professor MacNeil proposed an amendment to the motion however it was determined that the amendment did not adhere to the sense of the motion on the floor and it was suggested that he raise it as a separate motion following the vote.

A concern was raised regarding the additional expense for the Health Science Building. Mr. Watt explained that it was suggested by the Building Program Committee that the upper shelf of the new building, which was not being fully utilized, be modified at this early stage to account for anticipated growth in research space and wet lab use. It is more cost effective to do this now, than at a later date. There will be no additional increases in the budget for the building.

After the discussion a vote was taken for the initial motion. There were seventeen (16) votes in favour, three (3) votes not in favour and two (2) abstentions. The motion was carried.

Following the initial motion, Professor MacNeil presented his motion:

Be it resolved, 50% of any net operating revenue for 2015/16 in excess of the 15/16 University Operating Budget be allocated to increase the payment of student bursaries. The motion was seconded by Mr. Boyd.

Several members shared comments in support of the idea of increasing funding for student bursaries but it was agreed that it would not be prudent to make a commitment

like this when the Board had just approved an increase of \$2.4 million in matching funds to be used for student support. It was also noted that the Board is not in a position to make this type of commitment for the 15/16 fiscal year when we won't know what excess revenues are until we have the final enrolment count and the audit is completed.

There was an agreement that the Board needs to have a more strategic discussion around the use of the surpluses and that this would be an item on the Work Plan for the Finance Committee for the 2015/16 fiscal year. In addition, a request was made to have the University provide the Board with a summary of how the surpluses have been utilized over the past six years and what percentage has been used to support student bursaries.

Following the discussion, a vote was taken on the motion presented by Professor MacNeil. There were seven (7) votes in favour, eleven (11) votes not in favour and one (1) abstention. The motion was defeated.

4.3 2015/16 Proposed Student Fees

Mr. Watt made a verbal presentation to the Board based on the Working Paper that was provided in advance.

Mr. Watt also spoke briefly regarding the current dispute between the University, GSA and CUSA surrounding the \$25 Unicentre fee for graduate students. It was noted that negotiations will take place this spring in an attempt to reach an agreement by June 30, 2015. If the parties fail to come to an agreement the University Administration shall request arbitration. In the interim, the University is to continue to collect the fee but no remittances will be made to the GSA until such time as either an agreement is reached or the matter is decided by arbitration.

There was a brief discussion regarding the various referendums that were held and whether or not some of the results of referendums from many years ago should still be in effect. It was suggested that the University review the referendums and identify those that have been in effect for an extended period of time and bring them to the forefront of the discussion with the students to see if they should be renewed.

Mr. Evans moved to accept the proposed 2015/16 Student Fees as presented, it was seconded by Mr. Odunayo. A vote was taken and there were twelve (12) in favour, two (2) not in favour, and three (3) abstentions. The motion carried.

4.4 Board Award Recommendation

Mr. Odunayo and Professor Gorelick recused themselves for this discussion stating a conflict of interest.

The University Secretary shared a brief verbal report based on the Working Paper which included the recommendation of a recipient for the 2014/15 Board Award.

Mr. Javanpour moved that the Board accept the nomination of Annie Kingston Miller as the recipient of the 2014/15 Board of Governors Award for Outstanding Community Achievement at the June 2015 Convocation Ceremony. The motion was seconded by Ms. Muehlberger, a vote was taken and it was carried.

5. ITEMS FOR INFORMATION

5.1 Results of the Board Elections – Undergraduate Students

A report was circulated in advance. The University Secretary provided a brief verbal report noting the candidates that ran for the election, voter participation and the results. The Board of Governors will be asked to ratify the nominations at the June 25th Board meeting.

6. CONSENT AGENDA ITEMS FOR ACTION

6.1 Approval of minutes of the previous meeting and Business arising

The minutes of the 589th meeting were distributed in advance. A motion to approve the minutes as presented was made by Mr. Wernick and seconded by Mr. Javanpour.

Professor Gorelick inquired as to why the Bylaw item was not on the agenda as indicated in the minutes. Mr. Levitt responded that the agenda for the meeting was composed of several items that would require time to discuss and it was agreed that the Bylaws would be addressed at the June 25th meeting of the Board.

Professor Gorelick also requested that the items addressed by the Executive Committee on behalf of the Board be presented during the Open Session of the meeting. The Executive Committee agreed how best to address this issue.

A vote was taken with eleven (11) in favour, seven (7) not in favour and no abstentions. The motion carried.

7. CONSENT AGENDA ITEMS FOR INFORMATION

7.1 Committee Minutes

The minutes of the 279th meeting of the Finance Committee were made available for information. There was no further discussion.

7.2 Report of the Senate

The Senate Report was provided in advance. There was no further discussion.

8. PRESIDENT'S REPORT

In the interest of conserving time, the President gave a brief report noting some key hiring decisions that had been made during the winter term, which include the naming of the new Librarian, the Dean of Science and the new Vice-President Research and International.

9. COMMITTEE CHAIR REPORTS

9.1 Building Committee

Mr. Hobin shared that the design consultants have been hired for the Health Science Building project. The new student residence is still under consideration with documents being tender-ready but the committee has put a hold on this decision pending enrollment numbers in first year which will be more clear in June.

9.2 Community Relations and Advancement Committee

Mr. Javanpour commented on the very dynamic meeting held the night before. The Committee hosted Mr. Sinkus, the consultant hired by the University to assist with the formal launch and maintenance of the Capital Campaign. More details will follow during the Closed Session discussion later in the meeting.

9.3 Finance Committee

Mr. Wener did not have any further comments as the key items that the Committee has been working on were addressed during the earlier part of the meeting. On behalf of the Chair of the Finance Committee, he wanted to thank the members of the Committee for their input during the past fiscal year.

9.4 Governance Committee

Mr. Wernick noted that the Committee is preparing to disseminate the Board Self-Assessment Questionnaire and encouraged members to take the time to provide feedback. In addition, the Committee is exploring board member education and preparing to review proposed changes in the bylaws, including any ramifications that might come into effect with the new Not-For-Profit legislation that is being imposed in 2015/16.

10. OTHER BUSINESS

Professor Gorelick expressed his objection to the Open Session of the meeting appearing to be closed to the public.

11. QUESTION PERIOD

There were none.

THE OPEN SESSION OF THE MEETING ADJOURNED AT 6:09PM.