OPEN SESSION

1. CALL TO ORDER AND CHAIR’S REMARKS

The Chair called the meeting to order at 4:00 p.m. and welcomed all attendees, guests and observers. The Open Session was live-streamed to Southern Hall 617 and was audio recorded for the purpose of accuracy of the minutes.

2. DECLARATION OF CONFLICT OF INTEREST

The Chair asked for any declarations of conflict of interest from the members. There were none.
3. APPROVAL OF AGENDA

The Chair noted that he received a motion from a student governor related to item 5.2 and the Chair has suggested that following Mr. Piché’s presentation the motion could be considered.

Mr. Owens moved, and it was seconded by Ms. Alves, that the open agenda of the 600th meeting of the Board of Governors be approved, as presented. The motion carried.

4. APPROVAL OF THE CONSENT AGENDA

Mr. Tattersfield moved, and it was seconded by Ms. Daly, that the Open Consent agenda with the exception of the item 4.2.1b Building Program Committee be approved, as presented. The motion carried.

It was noted that in the Senate minutes W. Felepchuk was marked as absent but was present at the meeting.

Regarding the 148th Building Program Committee Meeting held on November 25th, 2016 there was a discussion about the project timelines for the ARISE Building and either there was adequate time allowed for vacating the existing building and labs. The answer was yes, there was adequate time is included in the project timeline. It was asked if included an assessment based on the opinion of the Department of Neuroscience. Conversations with the department have been ongoing and as of now, administration has not heard any concern about the building being vacated by the March 1st deadline. Formal approval was not sought on the assessment timeline by the Department of Neuroscience. It was stated by a governor that there is an issue with the March 1st deadline.

Mr. Tattersfield moved, and it was seconded by Mr. Wener, that the item 4.2.1b Building Program Committee be approved, as presented. The motion carried.

5. ITEM(S) FOR APPROVAL

5.1 Board Community-at Large Member for Vacancy on the Board

A recommendation was brought forward for to elect a new member to the Board of Governors’. A working paper was circulated prior to the meeting. Both the Chair and President have met the candidate. Mr. Dinsdale has experience with academic institutions. He has also worked with volunteer organizations and is the CEO of YMCA Canada which is a large national organization. He has been president of a number of important indigenous groups across the country. He will be a great asset to the Board and it would be an honour to welcome him.
Dr. Runte moved, and it was seconded by Mr. Wernick, as recommended by the Executive Committee, to approve the appointment of Peter Dinsdale as a community-at-large member of the Board for a three-year term effective February 2, 2017 ending June 30, 2019. It was carried.

Mr. Peter Dinsdale joined the Board meeting as a governor and Member of the Corporation. The Chair welcomed and thanked Mr. Dinsdale for joining the Board, noting his excellent CV and that he will be a significant contributor to the Board.

Mr. Ricketts noted given the YMCA involvement with the creation of Carleton, it is fitting that the CEO of YMCA Canada should join the Board during Carleton’s 75th anniversary.

5.2 Approval of Recommendation from Finance Committee

A working paper was circulated prior to the meeting. A presentation entitled “Board of Governors Tuition Fee Framework 2017-2018 & 2018-2019” and an article “What students really pay: Net Tuition at Ontario Universities” by the Council of Ontario Universities were circulated.

Tuition makes up a high percentage of the revenues and covers the costs of providing high quality education and services to our students. The Board approves a framework each year so that Financial Services can prepare an annual budget. The Finance and Executive Committees have met to review and discuss the proposed framework.

Mr. Piché presented the Tuition Fee Framework 2017-2018 and 2018-2019. The proposal is being made in the context of major government policy changes on how the university will be funded over the next two years. Two criteria were considered when making this proposal: 1) the university must have sustainable ongoing operations; and 2) must be able to continue supporting student aide.

Tuition fees represent 58% of the operating revenue for Carleton and are the most important source of funding in comparison to 38% from government grants. The majority of operating expenditures are for salary and benefits which represent 70% ($315M). The second highest expenditure is for student aid and enrolment incentives which represent 10% ($45M).

Why do we need to increase tuition every year? There are annual cost increases including: salaries ($9.4M), benefits ($23M), utilities/new space ($1.5M), student aid ($2.0M), and new ongoing initiatives ($1.5M). There is a continuing focus on cost control to mitigate increasing costs (e.g. energy conservation projects). These costs are non-discretionary and need to be funded by government grants or increasing tuition fees. Although it is predicted that there will be a decrease in enrolment for 2017-2018 there will still be increased number of students due to increased enrolment in previous years.
The preliminary projection of Carleton’s operating budget assuming flat enrolment, no additional government grants and average tuition increases of 3% per year shows that by 2021-2022 revenue will barely cover base expenses leaving no money for additional student aid, new academic programs, capital projects or other contingencies. To help offset these costs we continue to look for increased efficiencies to improve our operations through the Office of Quality Initiatives. Increasing enrolment is difficult as universities draw from a decreasing student demographic.

Cutting costs is always an option but has many negative consequences for Carleton’s stakeholders. Our budget needs to be considered in conjunction with changes in government policy which include a two-year tuition framework and a movement toward net tuition billing and the implementation of a new funding framework with the key characteristics outlined in slides 7 and 8.

The implementation of net tuition billing is an important part of the government policy and will be implemented in 2018-2019. By integrating all OSAP grants and student aids in one and asking only for payment of the net tuition, students and their parents will clearly see how much they are actually required to pay.

Slide 9 shows what net tuition billing might look like for Carleton students either receiving or not receiving OSAP assistance. This analysis is consistent with the study done by the Council of Ontario Universities entitled “What students really pay: Net Tuition at Ontario Universities” conducted in August 2016.

Slide 10 shows what net tuition will look like for a student receiving maximum OSAP assistance.

The supplemental tables provided show a break down of tuition fee increases by program, proposed administration fee increases and the domestic tuition fees for 2016-2017 for domestic and international students as compared to other Ontario universities.

Slide 13 was clarified. When referring to upper year graduate students, what is shown is a 0% increase to the fee table for certain graduate programs. If a graduate student is paying less than the fee in the table provided they may see an increase in their tuition.

Questions:
At a previous meeting, it was indicated that there might be a surplus this year above what we were expecting why was an option not given to use some of the surplus to offset increases in costs? The costs outlined previously are ongoing and recurring. Yes, we could take funds from a given year’s surplus to cover increasing costs but then you are not dealing with the underlying problem long-term. Slide 5 was referred to showing that by 2021-22 we will be barely covering basic operating costs. The policy of the university is that, when a surplus or deficit is forecasted with accuracy, the Finance Committee
recommends to the Board how these funds should be allocated, including for additional student aid.

A follow-up question was asked if it would ever be possible to include students in that conversation (concerning allocation of a surplus)? Students are included in the conversation through Town Hall meeting, (one was held on January 16th, 2017). When a recommendation on any surplus is made it has and will come to the Board for consideration and there are student and academic representatives around the table and they will have input into the decision.

It should be noted that about 48% of our students will be paying only about $100 tuition. Of the 48%, 17% will receive about $2,000. The students that are most in need are receiving assistance.

Do we have an idea of what percentage of the $2 million is coming from the increase in tuition? If we are increasing tuition of all students to help a few, has it been considered not to increase student aid? Part of the increase in student aid is coming from a mandated government policy that every time tuition fees are raised a portion must be allocated to student aid. $1.3 million of the $2 million is government mandated student aid.

Is there any consideration for option B, not just from a short-term perspective but from a long-term perspective as well that perhaps it would be a good idea to decrease expenditures if we are having issues finding other sources of revenue that aren’t coming from students, especially graduate students? The administration is continuing to invest in projects focussed on reducing the university’s costs. One example is the cogeneration facility project which will see considerable reduction in energy costs. Reducing staffing especially on the faculty side would create significant challenges particularly because Carleton has continued to grow in the past years. With increased enrolment, there is greater demand on the faculty and staff and to think of reducing that staffing would affect the quality of the programs offered. Carleton is one of the most efficiently run universities when compared with key benchmark data and to use reduction as an long-term option would have a significant impact as outlined in slide 6.

One thing that we can do and continue to do is raise money for bursaries and scholarships to increase student aid. Many of the Board members have made significant donations to student aid and continue to do so and it our way of supporting the students forever which is a sustainable long-term commitment to our student body.

It is important to understand how this new structuring will affect our students here on campus. Do we have a break-down of what our students will be paying at the end of the day? The difficulty is the funding and tuition framework are not fully out. We have estimates of the sticker price for students but until we have more information from the government and we can break that down for our various programs if will be difficult to know the exact cost. Net billing is to be fully implemented in 2018-2019 but starting in
the spring of 2017 Carleton is part of a pilot project which will give us some indication of what this will mean for students.

The Net Tuition example on slide 10 notes the total tax credit of $1,402, does this average include the provincial tax credit (which potentially no longer exist with OGS)? Because we don’t know the future, these are 2014-2015 based charts. The new system will transfer the tax credit to lower income students. The government is working toward doing. Additional details are provided in the article distributed including how the tax credit will shift into Ontario grants.

Because this is a response to provincial mandate, will we see this change across the province? Does that put us at a disadvantage when compared with other provinces? As we are aware, all universities in Ontario will be following the same framework set out by the province. Ontario’s fees have been higher compared to other provinces and government support for universities has been lower. This framework does not change that. It does mean that students in need will not have to pay the higher tuition amount. Tax credits were provided before to parents. The aid will flow directly to students.

There were concerns expressed that a lot of student struggle to pay their tuition and associated costs and that the numbers provided are based on assumptions that students will be eligible for grants and scholarships that they may or may not receive. If you refer to slide 9 and the article “What Students Really Pay” the $113 projected as net pay for tuition is an average. Some students pay and those who are most in need under the OSAP system get a grant (abstracted from loans which are in addition) which may exceed the tuition fee by $2,000. Page 3 of the article shows the average OSAP grants by parental income and tuition bands. The OSAP system is not perfect. For example, part-time students are not fully covered and there are certain classes of students that are not supported. For a large number of full-time students, it is not a bad system and will be made much better by the net tuition billing system. The system is redistributive transferring from those students who have higher parental incomes to those who have less. This is a progressive tax change that the government is introducing.

It was also stated that two years ago, when we spent a lot of time investigating tuition in the Tuition Taskforce. The province is trying to bring all the information together so the student receives one net bill as they enter their term.

Aside from the letter that the Board of Governors signed that was sent to the government for student support for university education what are we as a body or institution doing to lobby the government for additional funding for post-secondary education? What are the presidents of Ontario Universities doing on this front? It was noted that the Ontario colleges had an independent accounting firm do a review on their financial situation which they claim is very desperate and the government’s response to this was “no new money”. Every year the university presidents present to the government how the universities are receiving less funding from the government and the response is that the
province is in a deficit and they cannot provide new funding. It is not just something for the Board or the presidents to lobby the government. Governments make decisions when they believe good of the whole. This provincial government heard the students who indicated that students in low-income families could not pay the fees so the system is being flipped to help the lower-income students. Now we need to join together to persuade the government that helping poor students is not enough. There has to be a public recognition of the problem. The Council of Ontario Universities has hired a public relations firm and they are going out across the province to talk to people to obtain their opinions on higher education and the funding of higher education so that we, as a whole, can show the government that it is the population asking for change, for the social and economic good for our province. It was mentioned that further discussion is needed to see how the student associations across the province can be involved in supporting this initiative. There is an election in Ontario coming next year and there might be an opportunity in that context to present this case.

It was moved by Mr. Bueckert, seconded by Mr. Owens that the tuition framework approval be postponed until the university receives information from the Ministry about the calculations for tuition fees so that further information can be provided. It was defeated with three abstentions.

In the information received there is an indication of increases of zero percent but sometimes when students go to their tuition calculator they find their tuition has gone up. There was concerned expressed about there possibly being hidden increases.

There was a question asked if a category in the table states a zero percent increase can the Board have assurances that the tuition dollars that are currently existing will not increase over the next two years? No. There will be a zero percent increase to the tuition fee table for PhD and Masters students for next year. First-year students going into second year will not see an increase. If there are students who have been here longer (3rd or 4th year PhD students) they may see a dollar increase because they are coming from a lower base, then what is included in the table and in that case will see an increase.

It is not the Board’s role to evaluate every category of student’s tuition fee. If there is still concerns going forward, there is an opportunity to take the questions to the Finance Committee for further detailed analysis.

The consequences of voting to postpone the approval of the tuition framework would be that the operating budget could not be prepared for 2017/2018.

The increase in tuition will not cover the increase in expenditures is there another option to look at? We are just approving the tuition framework and not the operating budget at today’s meeting. We will need to find other sources of revenue to cover the short-fall. The operating budget will come to the Board for approval in March 2017.
Mr. Wener moved, and it was seconded by Ms. Thompson, as recommended by the Finance and Executive Committee, to approve an average domestic annual tuition fee increase of 3% for 2017-2018 and 2018-2019, the international tuition fees schedule as per table provided, and an increase of miscellaneous administration fees as per Consumer Price Index (CPI) (1.3%), as presented. It was carried with three opposed (Mr. Owens requested his name be stated as opposed).

5.3 Approval of Nominating Policy and Terms of Reference

The Governance Committee met on January 26, 2017 and developed the proposed Nominating Policy and Terms of Reference. It is intended to set out the duties of the Nominating Committee regarding identification and recruitment of potential candidates for the Board. The Committee is also charged vetting the qualifications and ensuring that potential candidates are educated on the role of the governor. The Committee will prepare a slate of recommended candidates for consideration and approval by the members of the corporation and the Board. The policy includes an appeal for candidates that feel there is an irregularity in the process. The decision of the Nominating Committee will be final.

Mr. Evans moved, and it was seconded by Mr. Javanpour, as recommended by the Governance Committee, to approve the Nominating Policy and Terms of Reference, as presented. The motion carried.

6. ITEM(S) FOR DISCUSSION

6.1 IT Security

Assistant Vice-President for Information Technology Services (ITS), Denis Levesque gave a presentation on IT Security at Carleton University. ITS is keeping our system up and running and improving bandwidth and speed so that we can keep up with the latest technological improvements. ITS has been excellent in dealing with the cyber-attack we experienced in November, keeping us operating and minimizing disruption.

The presentation highlighted the sense of urgency, the risks for higher education institutions, and the impacts of an attack. Mr. Leveque also gave an overview of the November 28, 2016 Ransom Ware Attack at Carleton and the specific actions taken by ITS in response. The administrative side of the university was affected and ITS worked to get all systems back up and running. Some workstations were infected and had files encrypted that could not be recovered.

The priority is to protect ourselves in the short-term and make long-term improvements to improve RIT Security posture. ITS must prepare, prevent, respond, and improve. A
new enforced password change policy is now in place for all faculty and staff. IT hygiene
guidance was provided and recommended for Carleton users.

A report about the attack and the protective measures being taken will be presented to at
the next Audit Committee meeting on March 8th.

This is an urgent issue and business risk at the national level. There was a nation-wide
consultation on national security. There is an opportunity for our students and faculty as
there is projected growth in IMIT (Cyber Security) for well-paying jobs in this area. The
teaching and research areas of the university should be aware of this and the opportunity
it presents for Carleton.

There was a question if Carleton’s business continuity insurance includes cyber-attacks?
Yes. it does and the insurance company was involved once the attack was known.

What is the relationship between IT and Information Security strategy and priorities in
relations to the Business Continuity Plans (BCP)? Specifically, at Carleton we work with
our risk management team and the business continuity plan has been updated last year. In
ITS, there is a disaster and recovery plan in place. ITS is a key component of disaster and
continuity planning for the institution.

It was asked if ITS has enough resources or fund to cover this important issue? The short
answer was affirmative.

7. ITEM(S) FOR INFORMATION

7.1 Report from the Chair

7.1.1 Executive Compensation Framework

The Colleges have already started work on the framework. Under the legislation
which addresses the compensation of the President and the Vice-Presidents, the
Board will establish a program which will evolve over the next few months. The
university is at the stage of engaging outside help to identify our comparators and
then a compensation framework will be developed for those positions outlined and
there will be public information and consultation. By September 5, 2017 the
framework must be finalized and approved by the Board.
7.1.2 Board Survey Results

The Board Office has been conducting surveys of the board meetings and will continue to do so for one or two more meetings as they have been helpful. Most board members are satisfied with the way the meetings are being conducted. Board members are more satisfied with the material being sent out on a timely basis and available through CUCollab. There were a few comments that the meetings are long and maybe it would be beneficial to shorten the meetings but perhaps hold more meetings. Please add comments to the survey to help us to improve the board meetings.

7.2 Report from the President

7.2.1 Strategic Integrated Plan Update

The SIP Update will be given under closed session by Ms. Blanchard and Dr. Butler.

7.2.2 Academic Appointments

There are quite a few administrative searches going on now including: Chancellor, Vice-President (Research and International), and Director of Equity Services. All search committees have been formed and in progress.

The Dean of Science, Dr. Malcolm Butler has been named Vice-President, Academic and Research at St. Mary’s University in Nova Scotia as of July 1, 2017 and leaves Carleton University on June 30, 2017. Dwight Deugo has agreed to take on the role of Interim Dean of Science while a search is conducted for a new Dean. The Provost thanked Dr. Butler for his incredible work as Dean of Science over his term at Carleton and congratulated him on his new appointment. His contributions to Carleton will be celebrated at a later time.

There are four Dean searches underway including: Dean of Faculty of Engineering and Design, Dean of Science, Dean of Faculty of Arts and Social Sciences and Dean of Business.

7.2.3 Strategic and Budgetary Planning

As mentioned previously the framework for funding universities by the Province is changing and Carleton received further information on framework February 1, 2017. Universities will be able to negotiate the corridor for funding with the provincial government and new programs initiated will be considered in this funding formula. There are currently four
new, Carleton programs that are under consideration for approval by the province.

The province has confirmed that there will be five areas that will be part of the Strategic Mandate Agreement including: 1) Student Experience; 2) Innovation in Teaching and Learning; 3) Access and Equity; 4) Research Excellence and Impact; and 5) Innovation in Economic Development and Community Engagement. Each university will negotiate what percentage of their funding will be measured against these five areas based on performance indicators. Carleton University strategically will want to be measured against all five areas as we are a “holistic” university that undertakes initiatives in these areas.

The performance indicators will include (not a comprehensive listing): retention from first year to second year; number of high-impact classes offered; the percentage of the student graduating with at least two high-impact classes in their curriculum; funding for research; number of citations; weight of the papers published; the number of graduate students; the degree completion of graduate students; the number of international students; employment of students following graduation and how many have full-time employment; how many students started their own companies following graduation; all academic programs; the number of students registered in each program; graduation rate for each academic program; indication of financial stainability; report on all interinstitutional collaboration and cooperation both nationally and internationally. This will be a major report on what we do and how we are doing currently.

It was asked what high-impact teaching is? Each institution will define what high-impact teaching means at their university but examples are given within the document such as: the classes going out the classroom, combinations of computer work and lecture teaching, experiential learning such as co-op, internships, placements, student international exchanges, international research, undergraduate research, independence or team research projects, community projects. These all add to the classroom experiences. Interactive classrooms (flipped classrooms) which included more group and interactive activities within the classroom are also considered high-impact teaching. There is a lot of high-impact teaching activities happening currently at Carleton.
7.2.4 Update on Campus Issues

a) Neuroscience Department Relocation

A project manager has been hired to coordinate the move of the Neuroscience Department from Carleton’s Life Sciences Building to the University of Ottawa Facility. The Dean, Provost and the Vice- Presidents have been meeting with faculty and students. Each student will be cared for during the relocation and if there are any outstanding issues they should be brought forward so that a solution can be found.

The following questions were raised: What is the current progress of the project managers facilitating the move? Current estimates on the impact of the move on student and faculty research and timely completion rates? And are there any funds to help compensate for loss of research or study?

It is the belief of administration that all students have been cared for and will be able to meet their academic deadlines. There was a full report given at the Senate meeting. The project management team has been working effectively with the department to facilitate the move and working toward the move deadline. The focus has been on students who are intending to graduate including undergraduate students conducting research will not be affected in terms of their graduation dates. Graduate students with the intention of graduating this year have to be identified and administration is working with the Faculty of Graduate and Post-doctoral Affairs and the graduate student’s supervisors to identify if there are any graduate students who are impacted in such a way that it might delay their graduation.

Is there any indication of support for those Neuroscience students who are not intending to graduate in 2017 but are affected by the move of space and equipment? There is no indication that a semester will be lost by any student in Neuroscience. Moving buildings is common on campuses due to renovations and there is always inconvenience. There may be some impacts and administration has committed to addressing any impacts that do arise.

Is there any possible impact on this project, particularly students, due to Dr. Butler leaving the university? There will be no impact. Dr. Butler will be at the university until the end of June 2017 and Dr. Deugo will oversee the project as of July 2017. By the end of June, the relocation will have occurred. In the Fall, there will be the planned move into the new Health Sciences Building.
b) Quebec City Mosque Shootings

On Sunday night, there was a terrible shooting in a mosque in Quebec City and the President sent out a message to the community that flags would be lowered to half-mast in memory of those who lost their lives. On Tuesday, January 31st, five minutes of silence were shared by students, staff and faculty in the Galleria as an expression of our solidarity against this attack. A copy of the email was distributed to the Board.

c) U.S. Executive Order

A message was sent out to the Carleton community this afternoon to address what the President and Vice-Presidents are doing to address any issues that might arise as a result of this order. A copy of the email was distributed to the Board. The focus will be to help our students, faculty and staff that need assistance.

It was asked if Carleton has considered creating a task force (with a fund of $250K) to assist students and staff affected by the travel ban similar to the University of British Columbia? No, this is not being considered at this time. If staff, faculty, or students have made travel arrangements previously and now have to cancel travel plans the university will reimburse those funds.

7.3 Committee Chair Updates

7.3.1 Building Program Committee (D. Craig)

The committee met on November 9 and 25, 2016 and January 11, 2017. The Health Sciences Building is due for substantial completion in August 2017. The Business School Building schematic design has been approved and the detailed design is underway and will be tender ready by August 2017 but will not be approved for construction until such time as the financing is in place and the business case is satisfactory. The University Centre Addition preliminary conceptual design was completed at the end of October but the student referendum that was held in November did not succeed so the project is now on hold. The Co-generation facility project continues with funding secured from Hydro Ottawa and the ESO, contracts have been signed and construction is scheduled to start in early 2017 with completion in 2018. The ARISE Building has been of particular focus for the committee over two of the three meetings held this year. The funding was approved by the government which has an extremely ambitious completion date hence the need to get the final design approved and out to
tender. The original tender was scheduled to be submitted by the end of January and it has been delayed at the contractors request until mid-February. It has been approved to move forward directly to contract award and construction approval provided it is within the budget approved by the Finance Committee and there is no change to the completion date as this would affect the funding provided by the province. Other items that were discussed at the committee meetings were facility renewal program ($14 million per year) to try to regain some of the usefulness of our existing buildings. The five-year program is ambitious and the committee discusses and reviews the progress of the project as it continues.

7.3.2 Community Relations and Advancement Committee (L.A. Daly)

The last meeting of the committee was held on January 25th. The committee would like to host an event on March 20th in MacOdrum Library to talk with the Carleton community called “The Talk Exchange” and use the motto of “Ours The Task Eternal” as the backdrop. Invitations will be given to our constituents for all stakeholder groups: students, faculty, staff, donors and alumni. The event would be a forward thinking initiative, launching with two questions: 1) What is your ambition for Carleton over the next 75 years? and 2) What kind of Carleton would you like to leave for future generations? The event will embrace our 75th anniversary and moving beyond that to envision the future.

The Department of University Communications (DUC) presented the new Intranet launched in December 2016 and was co-sponsored by DUC, Information Technology Services and Human Resources. The platform will enhance communications for faculty and staff highlighting the information that is relevant to everyday life, HR information, employee directory, etc. The information that is currently housed on the public website that is better suited to be on an internal intranet space.

Ms. Blanchard also presented to the committee about recruitment of transfer students and the 195 pathways students can follow to come to Carleton. The resources for transfer students were also highlighted such as a credit coordinator officer, peer support program, etc.

7.3.3 Finance Committee (B. Wener)

The committee continues to monitor all the capital projects and spending that are currently ongoing under the guidance of the university.

7.3.4 Governance Committee (K. Evans)

There are other matters under consideration but nothing to bring forward to the Board at this time.
8. OPEN-QUESTION PERIOD

There were no questions.

9. END OF OPEN SESSION AND BRIEF NETWORKING BREAK

The Chair reminded the Board of the Capitals Hoops Classic at the Canadian Tire Centre on Friday, February 3rd. Carleton will be playing against the University of Ottawa. The women’s game starting at 6:00 pm.

The Board is seeking student governors for 2017/2018 and the deadline for expressions of interest is February 17th.

The Board is also seeking nominations for the Board of Governors Award for Outstanding Community Achievement and the deadline is February 20th.

It was moved by Mr. Ullett and seconded by Mr. Owens that the Board of Governors adjourn the Open Session at 6:53 p.m. The motion carried.