



**Canada's Capital University**

*The Board of Governors acknowledges and respects the Algonquin First Nation, on whose traditional territory the Carleton University campus is located.*

**Minutes of the 608<sup>th</sup> Meeting of the  
Board of Governors**

**Tuesday, March 27<sup>th</sup>, 2018 at 4:00 p.m.  
via Teleconference**

<b>PRESENT:</b>	Dr. F. Afagh	Dr. C. Gold	Ms. R. Stiles
	Mr. E. Berhe	Mr. L. Harrington	Dr. A. Summerlee
	Dr. C. Carruthers	Ms. L. Honsberger	Mr. A. Tattersfield
	Ms. G. Courtland	Mr. O. Javanpour	Mr. A. Ullett
	Mr. D. Craig	Dr. I. Lee	Ms. L. Watson
	Ms. L.A. Daly	Dr. P. Merchant	Mr. B. Wener
	Mr. P. Dinsdale	Mr. N. Nanos	Ms. C. Young
	Mr. J. Durrell	Mr. J. Nordenstrom	
	Mr. K. Evans	Ms. N. Prowse	
	Mr. D. Fortin	Dr. E. Sloan	
<b>REGRETS:</b>	Ms. D. Alves	Mr. G. Farrell	
<b>STAFF:</b>	Ms. S. Blanchard	Mr. E. Kane	
	Ms. J. Conley	Mr. S. Levitt	
	Mr. D. Cumming	Mr. M. Piché	
	Ms. A. Deeth	Mr. R. Thomas	
	Ms. A. Goth (Recording Secretary)	Dr. J. Tomberlin	
	Dr. R. Goubran	Ms. B. Steele	

---

**OPEN SESSION**

**1. CALL TO ORDER AND CHAIR'S REMARKS**

The Chair called the meeting to order at 4:10 p.m. All attendees and observers were welcomed. The Open Session was broadcasted to Southam Hall 617 via teleconference.

**2. DECLARATION OF CONFLICT OF INTEREST**

The Chair asked for any declarations of conflict of interest from the members. There were none declared.

**3. APPROVAL OF OPEN AGENDA**

Mr. Wener moved, and Mr. Evans seconded, that the open agenda of the 608<sup>th</sup> meeting of the Board of Governors be approved, as presented. The motion carried.

**4. APPROVAL OF THE OPEN CONSENT AGENDA**

The following items were circulated in the open consent agenda for information: minutes of the previous meeting, miscellaneous administration fees (2018/2019), membership of the Founders Award Committee and the Executive Committee Terms of Reference.

Mr. Tattersfield moved, and seconded by Ms. Daly, that the Open Consent agenda with the exception of the item 4.1.4 Executive Committee Terms of Reference be approved, as presented. The motion carried.

A question was raised regarding the removal of a sentence from paragraph one, which stated “shall submit Minutes of its meetings to the Board at the next Board meeting”. It was clarified that instead a section was added to the terms of reference called “Minutes and Reports” which states “The Executive Committee will provide Minutes of its meetings to the Board at the next meeting immediately following the minutes approval. The Chair of the Board will provide a report at Board Meetings as appropriate.”

Mr. Wener moved, and seconded by Ms. Prowse, that the item 4.1.4 Executive Committee Terms of Reference be approved, as presented. The motion carried.

**5. OPEN – ITEM(S) FOR EDUCATION & RESEARCH STRATEGIC INITIATIVES**

5.1 Update on Negotiations (R. Thomas)

Mr. Thomas gave a verbal update on the current progress of the negotiations between Carleton and CUPE Local 2424. Carleton offered to meet with an external mediator in hopes of returning to the negotiating table and the Union accepted. The two parties are set to resume talks as of March 28<sup>th</sup>, 2018 and the negotiating team is hopeful for a resolution.

**6. OPEN - ITEM(S) FOR APPROVAL**

6.1 University Operating and Capital Reserve Policy (B. Wener)

A working paper and proposed policy for University Operating and Capital Reserves was circulated in advance.

Mr. Wener, Chair of the Finance Committee introduced the item. The reserves were discussed at the Board Retreat and based on advice from external auditors, it was

determined to be necessary to develop a formal policy regarding the use of the operating reserves. The policy outlines that the Financial Planning Group will review any operating or capital reserves at the end of the year as part of the annual budgeting process.

A question was raised concerning the date this policy becomes effective and how the re-cooped amounts will be spent. It was explained that the policy will become effective at the beginning of the fiscal 2018/2019 year. Therefore, any residual amounts (over 10% of the unit's original budget at year end 2019) will require a plan on how the reserve or deficit will be managed which will be reviewed by the Financial Planning Group during the annual budget process.

It was asked which academic and administrative units are affected by this policy. The policy will encompass all units including Faculty. Mr. Piché added that each unit is permitted a 10% operating reserve to cover equipment, labs, events, etc. The 10% amount was the deemed appropriate based on an average of 2-6 months operating expenses.

Mr. Wener moved, and seconded by Dr. Summerlee to approve the University Operating and Capital Reserves Policy, as presented. The motion carried with one abstention.

6.2 Operating Budget Update and Use of Projected Amounts Available, 2017/2018  
(B. Wener)

A working paper and presentation entitled *2017-18 Budget Update Finance Committee March 14, 2018* was circulated in advance.

Mr. Wener, Chair of the Finance Committee introduced the item. The use of projected amounts was brought before the Finance Committee on March 14<sup>th</sup>, 2018. In the event that management projects a surplus from operations in any year, the use of that surplus must be approved by the Finance Committee and brought to the Board for final approval prior to the year-end. In this case, the year ended April 30<sup>th</sup>, 2018, and management is projecting a year end surplus of \$10.1M. Management's proposed use for the surplus is as follows:

- \$5 M to the Capital Reserve Fund, which will be set aside for the potential University Centre project;
- \$3.141 M to matching endowment for Student Aid
- \$1.944 M Investment Income Equalization Fund

The surplus was arrived at mainly due to enrolment. The pattern of surplus is similar to past years, however it was noted that the amount of the surplus is significantly lower than in previous years as expenses continue to rise.

A concern was brought forward regarding the funding of the University Centre and that it might be indicated that students do not see renovation of the space as a necessity based on the outcome of referendum in 2016. Ms. Blanchard, Vice-President (Students and Enrolment) respond that students do desire the space but did not want have a student fee increase to fund the additional space. There is a need for the space to provide off campus students a better opportunity to experience campus life. There has also been discussion regarding the concept of a combined mental health, wellbeing and student success space. There is \$30M set aside for the University Centre and the total cost of the potential project is estimated at \$38M. It was noted that the renovation is still in a conceptual phase and the funds have only been earmarked at this time. A process and proper business case will be prepared and brought forward to the Building Program Committee and subsequently to the Finance Committee for approval if and when management is prepared to proceed with the project. The University has a campus masterplan that includes number of projects organized in a priority cue. The masterplan and the Capital Reserve Fund are reviewed on an annual basis.

Mr. Wener moved, seconded by Dr. Summerlee, as recommended by the Finance Committee, to approve the appropriation of the 2017-18 unallocated funds as follows: \$5.0 M towards the Capital Reserve, \$3.1M towards matching Endowed Student Aid and \$1.9M towards Carleton's Investment Income Equalization Fund, as presented. The motion carried.

6.3 Proposal for the Fit-up of the 4<sup>th</sup> and 6<sup>th</sup> Floors of the Health Sciences Building  
(B. Wener and D. Craig)

A working paper and appendices were circulated in advance.

Mr. Wener, Chair of the Finance Committee introduced the item. During the Finance Committee meeting on March 14<sup>th</sup>, 2018, the fit-up for the 4<sup>th</sup> and 6<sup>th</sup> floor of the Health Science Building was discussed. It is estimated that it will cost \$9M based on the original design for the floors that was done in 2014/2015 but this project has not gone to tender. As such, the exact amount is not known at this time. In the event the estimated cost increases (above \$9M), the proposed amount shall go back to the Finance Committee for review and approval by the Board of Governors. The fit-up is required due to the significant growth in the Neuroscience and Health Sciences programs. The estimated cost includes the fit-up of the space but does not include equipment. The Science Faculty will be responsible to fund the purchase of any necessary equipment for the space.

President Summerlee spoke to the challenges experienced with the move into the Health Science Building. Dr. Summerlee reassured the Board that there has been extensive consultation and sign-off from the Faculty and the Dean regarding the fit up of the 4<sup>th</sup> and 6<sup>th</sup> floor of the building. There was an in depth review at the Building Program Committee, who are satisfied that the reasoning and justification is sound. The

Committee is recommending to proceed with the fit up now in an effort to minimize the disruption to teaching and research.

A concern was raised previously in regarding 300 change orders, the estimated date of completion and the impact on balance of the contingency fund. Mr. Piché, Vice-President (Finance and Administration) explained that the 300 change orders are still in the process of being categorized. The contingency funds will be used towards the construction of the building but currently there are no indicators that the building project will be over budget. Mr. Craig, Chair of the Building Program Committee indicated that floors 1, 2, 3, and 5 are 99% complete and floor 7 will be commissioned in the next few weeks. There was a teleconference of the Building Program Committee to discuss the report on the deficiencies that was brought forward. It was requested that in the future, such requests for should be brought forward in a much more orderly manner to allow the committee more time to provide a detailed response.

A request was made for the detailed responses to questions raised by a board member to be shared. The President respond that the report will be shared with the Building Program Committee members following the meeting.

Mr. Craig moved, seconded by Mr. Wener, as recommended by the Building Program and Finance Committees to approve the proposed fit-up of the 4<sup>th</sup> and 6<sup>th</sup> Floors of the Health Science Building at a cost not to exceed \$9 M, as presented. The motion carried.

#### 6.4 Ancillary Budget, 2018/2019 (B. Wener)

A working paper, report and presentation was circulated in advance.

Mr. Wener, Chair of the Finance Committee introduced the item and noted that the ancillaries include: physical recreation and athletics; the bookstore; health and counselling services; parking services; housing residences; conference and dining; the University Centre; the Print Shop, the ancillary property rentals and the ancillary capital fund. The total revenue projected for 2018/2019 is \$68.4M, with operating expenses of \$43.9M, renovation budget/debt reductions of \$19.7M and a net surplus of \$4.8M. There are plans for some of the surplus to be designated towards renovation repairs and capital maintenance. The Finance Committee reviewed and recommends the Ancillary Budget for approval.

The Chair requested clarification on the additional resources planned for Health and Counselling Services which are a critical component to the Ancillary Budget. Ms. Blanchard, Vice-President (Students and Enrolment) responded that additional resources were introduced in the 2017/2018 Health and Counselling Budget to address the growing needs of mental health services on campus. Overall, there are approximately 40,000 visits to the Health and Counselling Office annually and a third of them are for mental health issues. The additional resources include: an Assistant Director to coordinate a step care

approach to mental health, a Health Promotion Coordinator, an Indigenous Counselor, a Sexual Assault Counsellor, a therapy assisted online program, an additional Psychiatrist and Psychotherapist, as well as, making our Fit Action Program a permanent service. The 2018/2019 budget will also include the hiring of a full time Mental Health Worker to pilot the single session model and additional same day appointments as well as, three additional counsellors to assist with wait times and a therapy dog initiative.

A question regarding a separate waiting area for the graduate students for Health and Counselling Services was proposed. Ms. Blanchard assured the Board that there is a working group currently looking at possible alternatives.

A question was whether there is a current shortage of available parking and if the University is working on developing a possible solution. Mr. Piché, Vice-President (Finance and Administration) advised that there is a proposed plan in place that includes the addition of three stories to the parking garage located on the North end of the campus. The addition would be done in conjunction with the rail shutdown in approximately 2020/2021. He also advised that there has been discussions with the City of Ottawa and the National Capital Commission regarding possible improvements. Mr. Wener added that the masterplan calls for reduced parking in the core of the campus and will see it moved to the perimeter. Concerns about the effect of this on accessibility were noted. Work is proposed to begin in 2019, which will see improvements developed for both parking and traffic flow. Dr. Summerlee offered to review this matter further with management to facilitate a more in depth discussion concerning campus parking and traffic flow. Mr. Craig agreed that he is looking forward to having some of these ideas and alternatives brought forward to the Building Program Committee.

Mr. Craig moved, Ms. Sloan seconded to approve 2018/2019 Ancillary Budget, as presented. The motion carried.

## **7. OPEN – ITEM(S) FOR INFORMATION**

### **7.1 Dominion Chalmers United Church – Update (S. Levitt)**

With the assistance of Mr. Farrell, Mr. Levitt has been meeting with the Church representatives and their legal counsel. There are a few issues that need to be finalized but there is confidence that in the coming weeks parties ought to be in a position where an agreement of purchase and sale can be signed. The Agreement will be subject to closing conditions and approval of the respective parties. The negotiations are moving forward and an agreement will be brought to the Board based on the conditions previously approved.

7.2\_ Report from the Chair (C. Carruthers)

Dr. Carruthers noted that the Carleton community should be proud as the Women's Varsity Basketball team who won the National Championships to cap off an undefeated year. The men's team also won the bronze. Dr. Carruthers explained that he was able to travel to Halifax and watch the teams achieve their victories. He advised that during his time in Halifax he had the opportunity to meet some of the players and their parents. He also had the opportunity to meet with many alumni supporters that follow the varsity teams closely and consistently donate adding to the success of the teams.

A request was sent out for new Community-At-Large Board members applications. and A total of 166 applications received. The Nominating Committee will be going through the applications, reviewing the skill set and diversity of the applicants, as well as how these individuals can assist the University. It was noted that a large majority of the applicants were alumni.

The new Student Board of Governor representative elections were held in March and all candidates elected for nomination to the Board were women. Their nominations will be brought forward to the Nominating Committee and then to the Board at the June meeting for approval.

7.3 Report from the President (A. Summerlee)

A report was circulated in advance.

It was asked why an update on the current situation with CUPE 2424 was not mentioned in Dr. Summerlee's memorandum. Dr. Summerlee advised that the discussions need to be focused at the bargaining table and that an update was provided by the Associate Vice-President of Human Resources at the beginning of the meeting.

7.4 Committee Chair Updates

a) *Building Program* (D. Craig)

Mr. Craig, Chair of the Building Program Committee gave an update. Floors 1, 2, 3 and 5 of the Health Science Building are 99% complete, floor 7 is approaching 95% and will begin being commissioned in the coming weeks. Much hard work is being done to clear up the deficiencies that were identified during the initial turnover period. The Business school (Nicol Building) is now out to tender and will be closed with pricing in mid-April. The ARISE building is 40-45% complete with substantial completion expected by the end of September 2018. The request for an extension of funding was submitted to the ministry and confirmation of the extension has been received. Mr. Craig wished to bring the Boards attention to Item 6.3 from the Presidents report, which discussed the Boards oversight on

facilities management and how to better manage these projects in the future. He advised this will be monitored closely by the Finance and Building Program Committees and with frequent updates moving forward.

*b) Community Relations & Advancement (L.A. Daly)*

Ms. Daly, Chair of the CR&A Committee advised the Board that the Talk Exchange has been postponed due to the ongoing strike and the new date is to be determined. A meeting of the CR&A Committee is scheduled for April 12<sup>th</sup>.

*c) Finance Committee (B. Wener)*

Mr. Wener took the opportunity to thank the members of the Finance Committee for accommodating the change in venue of the last meeting due to a disruption. He also provided a reminder that the next meeting is scheduled for April 18<sup>th</sup> where the 2018/2019 Operating Budget will be presented.

*d) Governance Committee (K. Evans)*

Mr. Evans, Chair of the Governance Committee advised that there was nothing further to report, and that the next meeting of the committee will take place in May.

**8. OPEN – OTHER BUSINESS**

No additional business was raised.

**9. OPEN – QUESTION PERIOD**

No questions were brought forward for question period.

**10. END OF OPEN SESSION AND BRIEF NETWORKING BREAK**

It was moved by Mr. Craig, seconded by Dr. Summerlee to adjourn the meeting at approximately 5:24 pm.