



Carleton
UNIVERSITY

Canada's Capital University

**Minutes of the 580th Meeting of the
Board of Governors**

**Tuesday, October 8th, 2013 at 4:00 p.m.
Room 2440R, River Building**

PRESENT:	Mr. R. Jackson, Chair	Dr. R. O'Reilly Runte	Ms. D. Armstrong
	Ms. S. Bharadia	Dr. C. Carruthers	Ms. S. Cooper
	Mr. D. Craig	Ms. L. A. Daly	Mr. N. Falvo
	Dr. C. Freedman	Ms. J. Gilbert	Mr. A. Golovko
	Prof. R. Gorelick	Mr. E. Greenspon	Ms. P. Griffin-Hody
	Mr. O. Javanpour	Prof. T. Kunz	Ms. L. Levonian
	Prof. M. MacNeil	Dr. P. Merchant	Ms. M. Porter
	Mr. M. Robinson	Mr. J. Ruddy	Mr. A. Tattersfield
	Mr. B. Wener	Mr. M. Wernick	Mr. B. Wolfenden
STAFF:	Ms. A. Bauer	Ms. S. Blanchard	Ms. J. Bray
	Mr. P. Chesser	Mr. D. Cumming	Prof. K. Graham
	Ms. M. Haines	Dr. K. Matheson	Mr. R. Moher
	Mr. T. Sullivan	Mr. D. Watt	
REGRETS:	Mr. B. Hobin	Ms. R. Thompson	Mr. A. Vered
	Prof. C. Worswick		

OPEN SESSION

1. CALL TO ORDER AND CHAIR'S REMARKS

The meeting was called to order at 4:02 p.m. The Chair welcomed new members to the Board. He pointed out that reports from Communications, Advancement and Student Support Services have been handed out. Members also received the Statement of General Duties, Fiduciary Responsibilities and Conflict of Interest which should be signed and returned to the Secretary.

2. APPROVAL OF AGENDA

The Chair noted that one item has been added under Other Business: *Renaming of Rooms*. It was moved by Mr. Tattersfield and seconded by Dr. Carruthers that the agenda be approved, as amended. The motion carried.

3. CONSENT AGENDA

The Consent Agenda was circulated with the meeting documentation. For the benefit of the new members, the Chair explained the purpose and process for approval of a Consent Agenda.

It was moved by Ms. Daly and seconded by Ms. Bharadia that the Consent Agenda be approved, as presented. The motion carried.

4. PRESIDENT'S REPORT

The President invited the University Librarian to make a presentation on the MacOdrum Library renovations. Afterwards, the Senior Advisor to the Provost reported on the overall progress of the University's Strategic Integrated Plan.

Following the presentations, the President summarized her activities from July to September which included many meetings with potential donors, major corporate potential partners, provincial, federal and international representatives. Throughout the summer, she completed a course at Harvard on successful, integrated strategic planning. She was pleased to announce that the Bachelor of Health Sciences Program was approved by the Minister. Other highlights include:

- Carleton's first-year class of 6,000 is the largest since the 1990s
- Carleton's first graduation of Dominican students will occur this fall
- The mental health initiative received \$650,000 from the Province. Margaret Trudeau has been invited to speak at the beginning of Mental Health Awareness week.
- The Canada-India Center and the University received funds and a commitment for fellowships.

5. CHAIR'S REPORT

The Chair spoke of several key issues affecting the University and the Board in the coming year such as the pension plan and provincial funding. He encouraged Governors to attend the COU Conference of Ontario University Board Members on November 8-9, 2013 in Toronto. Those interested should contact the Secretary.

6. COMMITTEE CHAIR REPORTS

Committee chairs and vice-chairs were introduced and those present provided a brief overview of their respective committees.

7. ITEMS FOR ACTION

7.1 Audited Financial Statements and Financial Report for the Years Ended April 30, 2013 and 2012

Governors received the Audited Financial Statements for the years ended April 30, 2013 and 2012. The Chair of the Audit and Finance committee summarized the report noting that the University received a clean audit report from KPMG.

There was some discussion relating to the losses in the endowment fund. The Vice-President (Finance and Administration) noted that there is an asset liability study underway examining how the endowment fund is invested with possible alternative investment arrangements. It is expected that the study will be concluded within a few weeks at which time the Investment Committee will review the report and make recommendations to the Finance Committee. The President noted that the University could receive a generous donation from one of the asset managers to partially cover some of the losses.

It was moved by Dr. Freedman and seconded by Mr. Wolfenden that the Audited Financial Statements for the years ended April 30, 2013 and 2012 be approved. The motion carried.

7.2 Naming for Aboriginal Center

Governors received a report explaining how the new name of the Aboriginal Center was determined. It is recommended that the Center be named Ojigkwanong which means “morning star”. A copy of the logo was circulated. It was noted that Senior Management Committee has reviewed the proposal and approved the naming recommendation.

It was moved by Mr. Tattersfield and seconded by Ms. Daly that the new Aboriginal Center be named Ojigkwanong. The motion carried

7.3 Revisions to the Constitution of the Faculty of Arts and Social Sciences

The Chair explained that the Board, at its 576th meeting held in January 2013, was asked to approve changes to the constitution of the Faculty of Arts and Social Sciences. As the Board expressed concerns with Section II.4 – quorum and Section V.2 (i): deletion of “two students, one graduate and”, a motion was passed approving proposed changes with the exception of sections II.4 – quorum and V.2 (i).

The Board was now presented with revisions to Section II.4 quorum. The quorum has been revised to 30 voting members and includes at least one member from at least two-thirds of the Faculty’s Departments.

It was moved by Ms. Griffin-Hody and seconded by Dr. Freedman that the constitution of the Faculty of Arts and Social Sciences be approved, as amended. The motion carried.

7.4 Terms of Reference for the Finance Committee

The Vice-President (Finance and Administration) reviewed the proposed changes to the terms of reference. He explained that the terms of reference for the Endowment Investment Committee were revised to include some Finance Committee oversight. Since there are reporting and approval requirement from Finance Committee, the terms should be updated.

Governors advised that the frequency of receiving and reviewing reports on the performance of endowed funds should be re-examined as they felt that *annually* may not be sufficient. Finance Committee should have a discussion on the appropriate frequency of receiving reports on the performance of endowed funds. The terms of reference will be brought back to the Finance Committee for further deliberation.

7.5 Board Representative on Senate

The Chair reported that as per Board bylaws, four members of the Board serve on Senate for a one-year term. Currently, there are two Governors appointed to Senate. He was pleased to report that a Board member has agreed to serve on Senate.

It was moved by Ms. Griffin-Hody and seconded by Ms. Porter that Prof. Gorelick be appointed as a member of Senate for 2013-2014. The motion carried.

8. ITEMS FOR INFORMATION

8.1 President's Goals for 2013-2014

The President's goals for 2013-2014 were circulated to members of the Board. The Chair noted that he met with the President to discuss the goals and Executive Committee has approved the goals for the coming year. There will be a mid-year review with the President on her progress.

8.2 Financial Update

The Vice-President (Finance and Administration) provided a financial update. His report included the following points:

- Undergraduate enrolment above budget target
- There are no issues with expenditures
- Future concerns include:
 - Special payments to Pension Plan likely to increase July 2014
 - Operating Grant reduction 2014-15

- Demographics
- Provincial election

8.3 Board and Committee Work Plans

Work plans for the Board and all committees were circulated. Each committee will be asked to review their work plan and these will be updated as required, throughout the year.

9. OTHER BUSINESS

9.1 Question Period

The Chair reported that four questions were received. It was requested that all questions be read however, the Chair said that certain of the questions would not be read in order to protect the privacy of those named in the questions.

Question 1: The University has an obligation to provide a safe environment for students, faculty and staff.

Question 2: New residence building: Management has sought expressions of interest from private organizations to build a new residence. Building Program Committee and the Board will receive a report with both options (to build in the traditional way or with a private organization) for consideration.

Question 3: Riddell agreement: Discussions are ongoing with the CAUT. Once these are concluded, the University will provide an update to the Board.

Question 4: Conflict of interest with Board members: Board members have signed the Statement of General Duties, Fiduciary Responsibilities and Conflict of Interest and as such, are aware of what constitutes a conflict and the process to declare it. No members of the Board have had any financial gain either in the past or present, as a result of being a Governor.

9.2 Renaming of Rooms

Board members received a working paper and recommendation on the renaming of rooms, as follows:

- Room A900 in the Loeb Building be renamed the Patrick Cardy Studio
- Room 1017 Dunton Tower be renamed the CGA Ontario Conference Room

The President explained the rationale for renaming these rooms.

It was moved by Ms. Griffin-Hody and seconded by Mr. Ruddy that Room A900 in the Loeb Building be renamed the Patrick Cardy Studio and that Room 1017 Dunton Tower be renamed the CGA Ontario Conference Room. The motion carried.

There being no further business, the Open Session was adjourned at 6:02 p.m.