



BOARD OF GOVERNORS

DOCUMENT 2017-1-04II

JUNE 17TH 2017

MINUTES

Chair: Robert Hall

Present: Jane Brydges, Pierre Cossette, Morgan Gagnon, Michael Goldbloom, Kerry Hull, Brian Levitt, Michel Marleau, Nadia Martel, Andrew Stritch, James Sweeny, Tova White

Regrets: Deborah Langford, Ross Osmun

Senior Administration: Nick Andrews, Jackie Bailey, Marie-Josée Berger, Isabelle Goyette, Matt McBrine, Francine Turmel, Miles Turnbull

Secretary: Victoria Meikle

ITEM 1: CHAIR'S WELCOME

The Chair called the meeting to order at 1:30 p.m., welcoming Dr. Pierre Cossette, incoming rector of the Université de Sherbrooke, to the Board.

ITEM 2: APPROVAL OF THE AGENDA

James Sweeny moved approval of the Revised Agenda and Nadia Martel seconded the motion.

The motion carried.

ITEM 3: APPROVAL OF MINUTES, APRIL 28TH 2017 AND MAY 11TH 2017 MEETINGS

The approval of the minutes of the April 28th and May 11th 2017 meetings of the Board was deferred to the September meeting.

ITEM 4: REPORT OF THE NOMINATING COMMITTEE

Jane Brydges, Pierre Cossette, Michel Marleau and Nadia Martel left the meeting for this item.

Robert Hall, Chair of the Nominating Committee, introduced the Report of the Committee recommending the appointment or reappointment of four Governors.

RESOLUTION OF THE BOARD OF GOVERNORS
APPOINTING ONE NEW GOVERNOR
AND REAPPOINTING THREE EXTERNAL GOVERNORS

WHEREAS the Nominating Committee of the Board of Governors of Bishop's University has recommended the appointment of Pierre Cossette, for a term beginning immediately and ending on June 30th 2020;

WHEREAS the Nominating Committee has recommended the reappointment of Nadia Martel for a two-year-term beginning on July 1st 2017 and ending on June 30th 2019;

AND WHEREAS the Nominating Committee of the Board has recommended the reappointment of Jane Brydges and Michel Marleau for three-year-terms beginning on July 1st 2017 and ending on June 30th 2020;

BE IT RESOLVED THAT the following individuals are appointed or reappointed to the Board of Governors of Bishop's University for terms ending on June 30th of the year set out below:

Governor	Term ending	Nominated by
Jane Brydges	2020	Nominating Committee
Pierre Cossette	2020	Nominating Committee
Michel Marleau	2020	Nominating Committee
Nadia Martel	2019	Nominating Committee

Moved by: Brian Levitt

Seconded by: Tova White

The motion carried.

ITEM 5: BUSINESS ARISING

There was no business arising from the Minutes.

ITEM 6: PRINCIPAL'S REPORT

Annual Town Hall

The Principal reported that his annual Town Hall, an opportunity to review the year at the University with faculty and staff, had been held the Thursday prior to the Board retreat.

Convocation

The Chair congratulated the Principal and the University on the Convocation ceremonies and Chancellor's Convocation dinner held on June 2nd and 3rd.

ITEM 7: ACADEMIC REPORT

Vice-Principal Academic Miles Turnbull spoke briefly to the accomplishments of the two faculty members hired for 2017-18, Dr. Nicolas Berryman in Sports Studies and Dr. Jason Rowe, as a Canada Research Chair (Tier x) in Astrophysics.

ITEM 8: FINANCE COMMITTEE REPORT

Michel Marleau, Chair of the Finance Committee, reported that the Committee had met on June 5th to review financial information incorporating the additional operating funding made available by the *Ministère de l'Éducation et de l'Enseignement supérieur* under the terms of Bishop's Recovery Plan.

He then introduced Interim Vice-Principal Finance and Administration Isabelle Goyette, who presented the highlights of the 2017-18 operating and cash-flow budgets and the 2017-18 capital plan.

**RESOLUTION 2016-9-01
FOR THE APPROVAL OF THE 2017-18 OPERATING BUDGET**

WHEREAS the University's Statutes require the approval of the Board of Governors for the annual operating budget;

BE IT RESOLVED THAT the Board of Governors approves the 2017-18 Operating Budget as presented by the Interim Vice-Principal Finance and Operations and as set out in the 2017-18 budget report.

Moved by: James Sweeny

Seconded by: Michel Marleau

The motion carried.

RESOLUTION 2016-9-02
FOR THE APPROVAL OF THE 2017-18 LINE OF CREDIT
AND AUTHORIZED BORROWING

WHEREAS the University's Statutes require the approval of the Board of Governors for all contracts or agreements to borrow money;

WHEREAS the University is subject to the Financial Administration Act;

WHEREAS the authorized line of credit for 2016-17 is \$39.2 million with RBC;

WHEREAS the University has presented a balanced budget for 2017-18, which has been incorporated into the cash-flow projections;

WHEREAS the University has provided a cash-flow budget illustrating that its financial needs between May 1st 2017 and May 31st 2018 will range from approximately \$18 million to \$38.5 million;

BE IT THEREFORE RESOLVED THAT the Board of Governors authorizes the University to borrow up to \$38.5 million from RBC for its operations and for the short-term financing of capital expenditures for the 2017-18 fiscal year.

BE IT FURTHER RESOLVED THAT the Board authorizes Michael Goldbloom, Principal and Vice-Chancellor, and Isabelle Goyette, Interim Vice-Principal Finance and Administration, to co-sign any and all documents required to complete this transaction.

Moved by: Nadia Martel

Seconded by: Michel Marleau

The motion carried.

RESOLUTION 2016-9-03
FOR THE APPROVAL OF THE 2017-18 CAPITAL PLAN

WHEREAS the *Ministère de l'Éducation* requires the approval of the Board of Governors for the 2017-18 Capital Plan;

BE IT RESOLVED that the Board of Governors approves the 2017-18 Capital Plan as presented by the Interim Vice-Principal Finance and Administration and set out in the 2017-18 Budget Report.

Moved by: Morgan Gagnon

Seconded by: Cathy McLean

The motion carried.

ITEM 9: AUTHORIZATION TO SIGN A FINANCIAL AID AGREEMENT UNDER THE ENTENTE CANADA-QUÉBEC FOR MINORITY LANGUAGE EDUCATION

**RESOLUTION TO AUTHORISE M^E ROBERT HALL, CHAIR OF THE BOARD,
TO SIGN A FINANCIAL AID AGREEMENT
FOR FUNDING FROM HERITAGE CANADA**

WHEREAS Heritage Canada will provide \$2.5M of the \$17M needed to renovate and re-equip the John Bassett Memorial Library and transform it into a Learning Commons.

WHEREAS Heritage Canada requires the Chair of the Board of Governors, M^e Robert Hall, to sign the Financial Aid Agreement identified as document 2016-9-14i on behalf of Bishop's University in order to disburse the funds.

BE IT RESOLVED THAT the Chair of the Board, M^e Robert Hall, is authorised to sign the Financial Aid Agreement identified as Document 2016-9-14i on behalf of Bishop's University.

Moved by: Nadia Martel

Seconded by: Michel Marleau

The motion carried.

ITEM 10: APPROVAL OF CONSTRUCTION CONTRACT, KUEHNER RENOVATION

**RESOLUTION 2016-9-04
FOR THE APPROVAL OF THE CONSTRUCTION CONTRACT FOR KUEHNER HALL**

WHEREAS Bishop's has planned a major renovation of Kuehner Hall residence, to replace all obsolete components of the building and reconfigure the interior space, creating a corridor so that blocks are connected on every floor;

WHEREAS the project will be financed in part by a contribution of \$1.2M from the Bishop's Foundation, and for the balance through a bank loan that will be repaid from the University's operating budget;

WHEREAS a public call for tenders for the construction project was issued in accordance with the *Act Respecting Contracting by Public Bodies*;

AND WHEREAS Geratek Construction submitted the lowest bid, in the amount of \$5,498,900;

BE IT RESOLVED THAT the Board of Governors approves the award of the Kuehner renovation project to Geratek Construction;

AND BE IT FURTHER RESOLVED THAT Michael Goldbloom, Principal and Vice-Chancellor, and Isabelle Goyette, Interim Vice-Principal Finance and Administration, are authorised to co-sign the construction contracts in relation to the Kuehner Residence Project.

Moved by: Jane Brydges

Seconded by: Michel Marleau

The motion carried.

ITEM 11: ANNUAL REPORT OF THE *DIRIGEANTE*

The Board received the annual accountability report of the *dirigeante*, Document 2016-9-10, under Bishop's Policy Respecting the Awarding and Management of Contracts.

ITEM 12: REPORT OF THE PRESIDENT OF THE STUDENTS' REPRESENTATIVE COUNCIL

Morgan Gagnon, President of the Students' Representative Council, spoke briefly to her report, indicating that she would come back to the Board in September with a fuller presentation on the results of the survey carried out by the SRC.

ITEM 13: REPORTS OF THE SUSTAINABLE DEVELOPMENT COMMITTEE

Isabelle Goyette, Interim Vice-Principal Finance and Administration, reported that the Waste Management Project was progressing well, that the Committee had reviewed several construction projects and that it was planning to work to raise student awareness of sustainability issues.

ITEM 14: REPORT OF THE AD HOC COMMITTEE ON THE HOUSING PLAN

Cathy McLean, Chair of the Ad Hoc Committee on the Housing Plan, reported on progress achieved since the inception of the Committee in September of 2016. Following a public call for tenders, the firm Provencher Roy had been awarded a contract for architectural services for several Housing Plan projects. They will work with the local firm Atelier Architecture. The Engineers would be CIMA + for mechanical and electrical matters and EXP for civil engineering.

ITEM 15: REPORT OF THE AD HOC COMMITTEE ON THE STRATEGIC INFRASTRUCTURE PROJECTS

Nadia Martel, Chair of the Ad Hoc Committee, reported that the Committee, consisting of her and Kent Carson, had met to review progress on the laboratory and library construction

projects and consider any risks associated with them. The Committee planned to meet every six weeks, with a site visit planned for every second meeting.

ITEM 16: OTHER BUSINESS

There being no other business for the Open Session, the Board moved into Closed Session.



Robert Hall, Chair



Victoria Meikle, Secretary