

Meeting of October 22<sup>nd</sup>, 2010  
McGreer 100, 16h to 18h

**MINUTES**

- Chair:** Robert Gordon
- Present:** Benoit-Antoine Bacon, Gesner Blenkhorn, Michael Goldbloom, Scott Griffin, Paige Johnson, Deborah Langford, Drew Leyburne, Stephen Lloyd, Nadia Martel, Kelly Murumets, Royal Orr, Jessica Riddell, William Robson, Elaine Roper, Luce Samoisette, James Sweeny
- Regrets:** None
- Senior Administration:** Catherine Beauchamp, Jamie Crooks, Steve Harvey, David McBride, Hélène Saint-Amand, Bruce Stevenson
- Secretary:** Victoria Meikle

**AGENDA ITEM 1: CHAIR'S WELCOME**

The Chair welcomed Governors to the first in-person meeting of the new Board of Governors of Bishop's University, and asked each one to introduce him or herself.

**AGENDA ITEM 2: APPROVAL OF AGENDA**

The Chair explained that there would be an *in camera* session at the end of the meeting, to deal with issues that must be kept confidential. Governors were urged to contact the Secretary General with items they want to see on forthcoming Agendas for the Board of Governors.

Luce Samoisette moved approval of the Agenda; Deborah Langford seconded the motion.

**The motion carried.**

**AGENDA ITEM 3: APPROVAL OF MINUTES OF THE OCTOBER 4TH, 2010 MEETING OF THE BOARD OF GOVERNORS**

James Sweeny moved approval of the minutes of the October 4th meeting of the Board of Governors, and Nadia Martel seconded the motion.

**The motion carried.**

Mr. Sweeny reminded Governors that Royal Orr had raised the possibility of marking the end of the Bishops' tenure as Visitors at Bishop's University. The Chair and Mr. Orr indicated that the matter was under discussion, and would be dealt with at an upcoming meeting of the Board of Governors.

**AGENDA ITEM 4: PRINCIPAL'S REPORT**

Principal Goldbloom spoke briefly to the issues covered in his written report.

***University governance***

The Principal recognised that the Governance Task Force, including several members of the Board of Governors, had worked very hard to revise governance structures at Bishop's University. He took the opportunity to thank Luce Samoisette, *rectrice* of the *Université de Sherbrooke*, for the advice she had given him personally, noting the exceptional collaboration between Bishop's and the *Université de Sherbrooke*.

***Senior Administration***

The Principal took the opportunity to express his thanks to Dean of Student Affairs Bruce Stevenson for continuing to serve beyond his planned retirement date.

***Enrolment***

The Principal indicated that student enrolment for 2010-11 is the highest we have achieved in recent years, with the exception of the year of the double cohort from Ontario.

He noted that, in addition to the increases referred to in his written report, there had been a significant increase in enrolment in the B.Ed. programme. He mentioned that, while the 25% increase for first-year registrations indicated in his report is accurate in relation to the number of students with more than 90 credits to complete, the 15.6% increase indicated for new full-time students provides a better comparison with enrolment figures we have been reporting over the last few years.

In response to a question, the Principal indicated that we do not yet have the breakdown of Anglophones and Francophones in the entering class.

In order to give Governors a sense of the seriousness the October 1<sup>st</sup> flood, Mr. Goldbloom showed slides taken during the event. He noted that College Street had flooded much more quickly and more extensively than had been anticipated.

In response to a question from the Chair about measures to ensure that insurance for the risks of flood damage remain available, Vice-Principal Finance and Administration H el ene St-Amand advised Governors that Bishop's is insured jointly with other Quebec universities, so that all claims by all universities affect our common position. The Principal assured Governors that the University is investigating the costs of measures that might reduce flood damages, so as to determine whether it would be cost effective to take preventative measures.

#### **AGENDA ITEM 5: FINANCIAL REPORT**

Vice-Principal Finance and Administration H el ene Saint-Amand introduced the Senior Managers in the Finance and Administration area: Michel Caron, Director of Buildings and Grounds, Isabelle Goyette, C.G.A., Director of Finance, and Bruno Lacasse, Director of Information Technologies and Services.

Madame St-Amand then presented an update on the University's financial performance in comparison with our ten-year plan to balance our budget and begin to pay off our accumulated deficit. She included an overview of the 2009-10 operating results, the 2010-11 operating budget and an update on capital projects. A copy of the presentation distributed at the meeting is attached to these minutes as Appendix I.

The Vice-Principal explained that Bishop's ten-year plan allows deficits for the years to 2012-13. Two key plan assumptions are that our operating budget will break even in 2012-13, and that we will achieve an enrolment of 2200 students in 2013-14.

The plan was updated last May, in light of performance since its inception in 2008-09. Given these revisions, we expect our deficit at the end of the ten-year period to be \$3.7M, rather than \$12.4M. We expect to finish the 2009-10 year with a \$1M deficit, well under the \$2.4M projected in the ten-year plan. Our goal is to ensure that, as we go forward, our annual results are equal to or better than those presented in the plan.

Madame St-Amand noted that, as of 2009-10, universities in Quebec are required to report financial results using Generally Accepted Accounting Principles (GAAP). Although this change in accounting practice will not have an impact on annual operating revenues and expenditures in the long term, it does have an impact on the time at which we recognize certain revenues and expenses, such as liability for post-retirement benefits for our employees. Going forward, we must account for these liabilities during the work life of the employee, rather than at the point that we pay for the benefits.

Most universities have seen their accumulated deficits increase as a result of the change in accounting practice to Generally Accepted Accounting Principles. In Bishop's case, we estimate the increase to be \$17M. As of the date of the presentation, the *Minist re de l' ducation, du Loisir et du Sport*, which required the move to GAAP, had not indicated that there would be any compensation to universities to assist them in dealing with the impact of GAAP.

For 2010-11, we are tracking to the operating budget deficit of \$1M projected last May. Enrolment is above that planned, and we estimate that it will result in additional revenues of

approximately \$1.2M. On the expense side, there will be additional teaching expenses as a result of the increase in enrolment. The October 1<sup>st</sup> flood has resulted in unplanned expenses, to cover our deductible of \$100,000 and certain other expenses incurred by members of the Bishop's community that are not covered by insurance.

The Vice-Principal noted that, for 2010-11, universities will be required to move their fiscal year-end forward to April 30<sup>th</sup>, with the result that Bishop's current fiscal year will last for ten months rather than 12. This will cause some anomalies in reporting for the current fiscal year.

Madame St-Amand reminded Governors that Bishop's has \$55M in capital projects planned or under way, including the Sports Centre, the Johnson Lab renovations and the renewal of St. Mark's Chapel.

Next steps will include the presentation of audited financial statements for 2009-10 to the Board for approval, and finalising the forecast for 2010-11. Her goal is to have the 2011-12 budget approved at the Board's April meeting.

In response to a question from the Chair about cash flows, the Vice-Principal indicated that we are currently using \$6M of our line of credit, well below the credit limit of \$9M. Latest estimates of the pension plan deficit are \$20M.

#### **AGENDA ITEM 6: REPORT OF THE CHANCELLOR ON THE HONOUR OF CHANCELLOR EMERITUS**

The Chancellor, Scott Griffin, introduced a proposal for the creation of the honour of Chancellor Emeritus, which now exists at many other universities. He emphasised that the position brought with it no particular duties, except that the Chancellor Emeritus might represent the University at installations of Chancellors and Principals at other universities. The honour is intended as a means of keeping former Chancellors connected to the University, and Mr. Griffin strongly recommended that it not be automatically bestowed on every previous Chancellor. This honour is separate from any appointment to the Council of Advisors.

Kelly Murumets moved the creation of the honour in order that Chancellor Griffin remain eligible for it, and Elaine Roper seconded the motion.

During the course of discussion, Benoit-Antoine Bacon moved that the description of the designation of Chancellor Emeritus be amended to make explicit that it is 'solely an honorary designation'.

**The motion carried, as amended, none opposed.**

## **RESOLUTION 2010-1-01**

### **RESOLUTION FOR THE ESTABLISHMENT OF THE HONOUR OF CHANCELLOR EMERITUS/EMERITA**

WHEREAS a number of members of the Bishop's community have indicated to the Chancellor their wish to recognise the continuing contributions of individuals who have served as Chancellor where appropriate by conferring on them the honour of Chancellor Emeritus or Emerita;

AND WHEREAS it seems appropriate that the honour be conferred by the Board of Governors in recognition of a history of outstanding service to the Bishop's community;

BE IT RESOLVED THAT the Board of Governors shall have the power to nominate as 'Chancellor Emeritus/Emerita' individuals who have served as Chancellor and who have been recommended for the honour by the Nominating Committee.

The designation of Chancellor Emeritus or Emerita shall be solely an honorary designation.

The honour must be approved by a two-thirds majority vote of the Board of Governors.

In order to be eligible for the designation of Chancellor Emeritus/Emerita, an individual will normally have served as Chancellor for a minimum of five years. The nomination will not be made until at least two years after the end of a Chancellor's mandate.

The formal bestowal of the honorary designation 'Chancellor Emeritus/Emerita' shall be made by the Chancellor, at Convocation.

The Chancellor Emeritus/Emerita may be called upon by the Chancellor or the Principal for advice, and will be invited to attend Convocation and other Bishop's University ceremonial occasions. He or she may also represent the University as requested from time to time by the Chancellor or the Principal.

### **AGENDA ITEM 7: REPORT OF THE NOMINATING COMMITTEE**

The Chair introduced the report of the Nominating Committee recommending membership and Chairs for 13 Board Committees, noting that the Statutes provide that Statutory and Standing Committees must be chaired by a Board member.

The Chair suggested that the Board proceed by discussing the membership of each Committee individually, and then that the membership of all Committees be moved in one motion. All those nominated for seats on Board Committees had been contacted, and had agreed to serve.

The Secretary General added that, as per the report of the Nominating Committee, three additional nominations had been received from the Managers' Council and the Students' Representative Council since the Nominating Committee meeting. The Board was asked to

approve these nominations to the Sustainable Development and Land Use Committee and the Building Committee, as well as those recommended by Nominating Committee.

It was noted that, in the absence of a Faculty Council nominee to the Nominating Committee, the President of Faculty Council had participated in the October 15<sup>th</sup> meeting of the Nominating Committee.

There was some discussion of the size and composition of the Degree Committee, during which it was recognised that the overall size of the Committee might be reduced, but that a solid faculty representation was appropriate in light of the mandate of the Committee. Kelly Murumets suggested that external representation on the Committee be considered. Bill Robson noted that the Faculty Council practice of appointing the seven most senior members to the Degree Committee had been followed, but that this practice may be reviewed by Faculty Council.

During the course of discussion, Elaine Roper suggested that the Board consider whether it was necessary to maintain both the Sustainable Development and Land Use Committee and the Building Committee. Deborah Langford asked whether the internal Governors on the Finance Committee might alternate, so that in some years the Manager on the Board would sit on the Committee.

In response to a question, the Principal explained that the terms of the Academic Officers are all coming to an end at the end of the 2010-11 academic year, so that the Ad Hoc Committees recommended for approval would have work to do.

Bill Robson moved approval of the Report of the Nominating Committee, and Luce Samoissette seconded the motion.

**The motion carried, none opposed.**

#### **RESOLUTION 2010-1-02**

RESOLUTION FOR APPROVAL OF THE MEMBERSHIP OF COMMITTEES OF THE BOARD OF GOVERNORS

WHEREAS the Nominating Committee of Bishop's University met on Friday October 15<sup>th</sup> to review and recommend nominations for positions on committees of the Board of Governors;

AND WHEREAS the Nominating Committee recommended for approval of the Board membership for 13 committees as set out in Appendices I to V of this report;

AND WHEREAS the Secretary General received three additional recommendations following the meeting of the Nominating Committee;

AND WHEREAS these individuals are eligible to sit on the committees to which they are nominated;

BE IT RESOLVED THAT the membership for the following committees be approved as set out in Appendices II to VI to these minutes.

Appendix II: Nominating Committee

Appendix III: Degree Committee

Appendix IV: Statutory Committees  
Audit  
Governance and Ethics  
Human Resources

Appendix V: Standing Committees  
Sustainable Development and Land Use  
Building  
Finance  
Committee on Life at the University

Appendix VI: Ad Hoc Committees  
Committee for the Selection of a Dean of Arts and Science  
Committee for the Review of the Dean of the Williams School of Business  
Committee for the Review of the Dean of the School of Education  
Committee for the Selection of a University Librarian

**AGENDA ITEM 8: APPOINTMENT OF THE ASSOCIATE VICE-PRINCIPAL RESEARCH**

*[Dr. Harvey left the room for discussion of this agenda item.]*

The Principal introduced a motion to appoint Dr. Steve Harvey, Dean of the Williams School of Business, Associate Vice-Principal Research. He outlined the need to provide support to the Vice-Principal Academic, since the range of demands on his time has become too great for one person to meet. The Academic Administrative Structures Committee had suggested the appointment of an Academic Dean to the position of Associate Vice-Principal as an effective – and cost-effective – means of increasing administrative capacity without creating a new position. He emphasised that Dr. Harvey is eminently suited to providing the support needed in the area of research, as he has chaired the Senate Research Committee and was very much involved in the development of Bishop's Strategic Research Plan.

During the course of discussion, the Principal indicated that the Associate Vice-Principal Research would be formally responsible for the Strategic Research Plan, and that the Director of Research who formerly reported to the Vice-Principal Academic, would report to the Associate Vice-Principal Research. He also stated that there would be compensation to Dr. Harvey – and therefore a cost to the University – in the form of a course relief for one course.

Bill Robson moved the appointment of Dean Harvey as Associate Vice-Principal Research, and Scott Griffin seconded the motion. <sup>1</sup>

**The motion carried, none opposed.**

**RESOLUTION 2010-1-03**

**RESOLUTION FOR THE APPOINTMENT OF DR. STEVE HARVEY  
AS ASSOCIATE VICE-PRINCIPAL RESEARCH  
FOR BISHOP'S UNIVERSITY**

WHEREAS s. 4.6.2 of Division I of the Statutes of Bishop's University provides that the Principal and Vice-Chancellor may, upon a motion of the Board of Governors, appoint one or more of the Academic Deans to the position of Associate Vice-Principal in order to perform such institutional duties or functions (including external representation) as may from time to time be found necessary;

AND WHEREAS the Principal has recommended the appointment of Dr. Steve Harvey, Dean of the Williams School of Business, as Associate Vice-Principal Research for Bishop's University with responsibility for the supervision, coordination and administration of the research activities of the University, and for representing and speaking for the University on external committees and bodies concerned with research;

BE IT RESOLVED THAT Dr. Steve Harvey be appointed Associate Vice-Principal Research for Bishop's University, effective immediately.

**AGENDA ITEM 9: IMAGINING THE NEXT DECADE AT BISHOP'S UNIVERSITY:  
STRATEGIC ORIENTATIONS, DEPARTMENTAL PRIORITIES AND  
CASE FOR SUPPORT**

The Principal introduced his proposal for a three-part process to reflect strategically on longer-term orientations for the University. He expressed his view that, having addressed some of Bishop's most pressing priorities, the moment is opportune to undertake such an exercise.

The Principal proposed a three-phase process: first, a review of the strategic orientations of the University, through a broadly consultative process on what it means to be a small, residential primarily undergraduate, Liberal Arts University in the second decade of the XXI<sup>st</sup> century to be shaped by a Steering Committee constituted as an ad hoc committee of the Board.

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<sup>1</sup> \*\* ITEM 8: As per discussion at the November 28<sup>th</sup> meeting of the Board of Governors, the Principal requested that a note be made to the effect that the compensation for the Associate Vice-Principal Research will be one stipend and one course release.



In addition to the review of broad orientations, the two other phases are crucial. The second phase, a review of departmental priorities, will begin early in 2011, and entail asking each of the parts of the University, to carry out a self-assessment, evaluating where they are strong, where they might improve, and what would be required to be the best of its kind, defined in terms of the type of University Bishop's is.

The first two phases of the three-part process will then be integrated, to form the basis of the third phase, the development of a case for support for a capital campaign, late spring or early summer.

The Principal asked the Board to approve the creation of a Steering Committee to guide the first phase of the strategic orientations process, noting that he would call on members of the University administration to support the work of the Steering Committee.

Elaine Roper strongly supported the exercise, urging us to embrace Bishop's essential strengths, while thinking boldly in other directions. Drew Leyburne emphasised the crucial role of a Board, in setting strategic direction, suggesting that the Steering Committee update the Board frequently, and plan a full-day retreat. Gesner Blenkhorn noted that awareness of directions taken by the *ministère de l'Éducation du Loisir et du Sport* would be necessary to the success of the strategic planning process.

Elaine Roper moved the establishment of an Ad Hoc Committee of the Board of Governors to be known as the Strategic Orientations Steering Committee, with membership and a mandate as set out in Appendix VI to these minutes, to report back to the Board of Governors at its May meeting. Drew Leyburne seconded the motion.

**The motion carried, none opposed.**

#### **RESOLUTION 2010-1-04**

##### **RESOLUTION FOR THE CREATION OF A STRATEGIC ORIENTATIONS STEERING COMMITTEE AS AN AD HOC COMMITTEE OF THE BOARD OF GOVERNORS**

WHEREAS the Statutes of Bishop's University provide for the creation from time to time of ad hoc committees with such mandates as the Board may deem appropriate;

AND WHEREAS the Principal has recommended the creation of an Ad Hoc Committee of the Board of Governors to act as a Steering Committee for the first phase of 'Imagining the next decade at Bishop's: Strategic orientations, departmental priorities and the case for support';

AND WHEREAS the Principal has proposed a mandate and membership for the Committee as set out in Appendix VII to these minutes:

BE IT RESOLVED THAT the Strategic Orientations Steering Committee for Bishop's University be established as an Ad Hoc Committee of the Board of Governors, with the mandate and membership set out in Appendix VII to these minutes.

**AGENDA ITEM 10: OTHER BUSINESS**

Stephen Lloyd asked that the Board be provided with information on courses taught and who is teaching them. The Principal suggested that we might also think more broadly about how to communicate what is going on at the University to the Board of Governors, for example by inviting members of the professoriate to describe their work.

The Board of Governors moved into closed session at 17h50.

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Robert Gordon, Chair



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Victoria Meikle, Secretary