

**BOARD OF GOVERNORS**

**DOCUMENT 2011-1-03**

OCTOBER 14<sup>TH</sup>, 2011  
MCGREER 100, 16H TO 18H15

AGENDA

- |     |   |  |                |         |
|-----|---|--|----------------|---------|
| 1.  | Welcome   |  | S. Griffin     | 5 mins  |
| 2.  | Election of Chair   | <i>Document 2011-1-2</i>   | S. Griffin     | 5 mins  |
| 3.  | Approval of Agenda  | <i>Document 2011-1-3</i>   |                | 2 mins  |
| 4.  | Approval of minutes of the June 4 <sup>th</sup> meeting of the Board of Governors | <i>Document 2011-1-4, to follow</i>  |                | 3 mins  |
| 5.  | Business Arising  |  |                |         |
| 6.  | Principal's Report  | <i>Document 2011-1-6, to follow<br/>For information</i>  | M. Goldbloom   | 20 mins |
| 7.  | Academic Report   | <i>Document 2011-1-7, to follow<br/>For information</i>  | M. Childs      | 10 mins |
| 8.  | Research Report   | <i>Document 2011-1-8<br/>No document<br/>For information</i>   | S. Harvey      | 15 mins |
| 9.  | Report of the Audit Committee   | <i>Documents 2011-1-9,<br/>2010-6-9i, attached<br/>For approval</i>  | L. Samoissette | 20 mins |
| 10. | Report of the Finance Committee   | <i>Documents 2011-1-10,<br/>2011-1-10i,<br/>2011-1-10ii, 2011-1-10iii,<br/>2011-1-10iv, attached<br/>For information</i> | H. St-Amand    | 20 mins |

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|-----|---|--|-------------|---------------|
| 11. | Report of the Nominating Committee  | <i>Documents 2011-1-11i, 2011-1-11ii, 2011-1-11iii attached<br/>For approval</i> | R. Gordon   | 10 mins       |
| 12. | Resolution, <i>Entente sur la mobilisation pour contrer le décrochage</i> | <i>Documents 2011-1-12, 2011-1-12i, 2011-1-12ii, attached<br/>For approval</i>   | M. Childs   | 5 mins        |
| 13. | Application to Sports Infrastructure Program, Mitchell Gym                | <i>Documents 2011-1-13, 2011-1-13i, attached<br/>For approval</i>                | H. St-Amand | 5 mins        |
| 14. | Resolution in relation to long-term borrowing                             | <i>Documents 2011-1-14, 2011-1-14i, 2011-1-14ii, attached<br/>For approval</i>   | H. St-Amand | 5 mins        |
| 15. | Resolution in relation to the line of credit                              | <i>Documents 2011-1-15, 2011-1-15i, attached<br/>For approval</i>                | H. St-Amand | 5 mins        |
| 16. | Information items   |  |             |               |
|     | i. Governance and Ethics Committee  | <i>No document</i>   |             | Stephen Lloyd |
| 17. | Other business  |  |             |               |
| 18. | Closed session  |  |             |               |



## BOARD OF GOVERNORS

DOCUMENT 2011-2-03

MEETING OF OCTOBER 14<sup>TH</sup>, 2011  
MCGREER 100, 16H

### MINUTES

- Chair:** Scott Griffin/Robert Gordon
- Present:** Gesner Blenkhorn, Claude Charpentier, Michael Goldbloom, Taylor Johnston, Deborah Langford, Drew Leyburne, Stephen Lloyd, Nadia Martel, Michele Murray, Kelly Murumets, Royal Orr, William Robson, Elaine Roper, James Sweeny
- Senior Administration:** Benoit-Antoine Bacon, Jackie Bailey, Catherine Beauchamp, Michael Childs, Steve Harvey, David McBride, H el ene St-Amand
- Regrets:** Luce Samoisette,
- Secretary:** Victoria Meikle

#### ITEM 1: CHAIR'S WELCOME

The Chancellor called the meeting to order.

#### ITEM 2: ELECTION OF CHAIR

*Dr. Gordon left the room for this item.*

James Sweeny moved the election of Dr. Robert Gordon as Chair of the Board of Governors for a one-year term, and Kelly Murumets seconded the motion.

**The motion carried.**

Dr. Gordon then assumed the Chair. He asked new Governors Claude Charpentier and Michele Murray to introduce themselves.

**ITEM 3: APPROVAL OF AGENDA**

Nadia Martel moved approval of the agenda as circulated, and Elaine Roper seconded.

**The motion carried.**

**ITEM 4: APPROVAL OF THE MINUTES OF THE JUNE 4<sup>TH</sup>, 2011 MEETING OF THE BOARD OF GOVERNORS**

Stephen Lloyd moved approval of the minutes of the meeting of the Board of Governors on June 4<sup>th</sup>, 2011 and Royal Orr seconded.

**The motion carried.**

**ITEM 5: BUSINESS ARISING**

There was no business arising.

**ITEM 6: PRINCIPAL'S REPORT**

The Principal elaborated on the report that he had provided to the Board in advance of the meeting.

*Kevin Kwasny*

The Principal updated Governors on the state of Kevin Kwasny's health. Kevin, a member of Bishop's football team, had collapsed during a game on September XX. The Principal reported that his family were grateful for the support shown by the Bishop's community during this extremely difficult time.

*Deaths of Dr. Arthur Motyer and of Professor David Rittenhouse*

The Principal advised Governors that a memorial minute, along the lines of the minute for Professor Rittenhouse, would henceforth be tabled at Senate on the passing of a member of the faculty.

The Chancellor spoke of the very important influence that Dr. Arthur Motyer, a leader in the establishment of Bishop's drama program, had been for him during his years as a Bishop's student.

*Fall enrolment*

Fall enrolment is up both over 2010 and over our forecast. The increased numbers had put pressure on residences and class sizes, and pointed to the need to consider capping the size of the entering class, or at least the size of some programs. Pressures were reported in some areas of student services, such as health services. These would require further analysis.

During the course of discussion, the University administration was asked to provide a strategy for sustained enrolment and retention, avoiding peaks and troughs, and it was suggested that there was an opportunity to look at student profiles.

### *Canada Research Chairs*

Bishop's University was awarded three Tier II Canada Research Chairs in the last round, with the official announcement scheduled for the Monday following the meeting of the Board of Governors. The holders of the Chairs are Dr. Cristian Berco of the Department of History, in Canada Research Chair in Social and Cultural Difference, Dr. Matthew Peros of the Department of Environmental Sciences and Geography is Canada Research Chair in Climate and Environmental Change, and Dr. Fuschia Sirois of the Psychology Department is Canada Research Chair in Psychological Health and Wellbeing.

### *Pension Plan*

Governors pointed to the need to educate members of the Bishop's community on the financial challenges related to the pension plan.

## **ITEM 7: ACADEMIC REPORT**

### *Fall enrolment*

The Vice-Principal Academic, Dr. Michael Childs, indicated that a presentation on enrolment management would be prepared for the December meeting of the Board of Governors. He noted that one welcome trend in the fall enrolment picture is the significant increase in enrolment in the Natural Sciences.

Senate Planning Committee is working to bring forward the process of setting priorities among requests for tenure-stream positions in order enable Departments to advertise positions earlier in the academic year, subject to Board approval of funding for them. To this end, a set of priorities would be recommended to Senate at its October meeting.

Senate Planning Committee is also working on a mechanism to fund replacements for various types of leave, so that individual Departments are not penalised by the impacts of sabbatical and administrative leaves.

## **ITEM 8: RESEARCH REPORT**

The Associate Vice-Principal Research Dr. Steve Harvey reported that, although Bishop's has had a very successful year in the area of funding for research, the level of sponsored research is low as compared to peer institutions. The Associate Vice-Principal indicated that he would come back to the Board with a plan including strategies for:

- ♦ additional research chairs;
- ♦ increased sponsored research;
- ♦ increased partnered research;
- ♦ increased Tri-council funding;
- ♦ enhanced student learning;
- ♦ enhanced transfer of knowledge;
- ♦ development of assets in Business, Education and Arts and Science;
- ♦ metrics to evaluate progress.

Kelly Murumets suggested that the Associate Vice-Principal canvass data used by organisations evaluating research performance at universities in order to determine whether indicators used by the agencies would be appropriate indicators to evaluate the success of our strategy.

**ITEM 9: REPORT OF THE AUDIT COMMITTEE**

The Vice-Principal Finance and Administration, Hélène St-Amand, introduced the Report of the Audit Committee recommending approval of the Financial Statements and the inter-fund transfers indicated in those statements.

Gesner Blenkhorn moved approval of the Audited Financial Statements and inter-fund transfers, and Kelly Murumets seconded the motion.

**The motion carried.**

**RESOLUTION 2011-1-01**

**RESOLUTION FOR THE APPROVAL OF THE  
AUDITED FINANCIAL STATEMENTS OF BISHOP'S UNIVERSITY  
FOR THE FISCAL YEAR ENDING APRIL 30<sup>TH</sup>, 2011**

WHEREAS the Audit Committee met with members of the University administration and with the Auditors on October 5<sup>th</sup>, 2011 to review the draft audited financial statements for the Fiscal Year ending April 30<sup>th</sup>, 2011;

AND WHEREAS the Auditors provided a clean, unqualified audit opinion and stated that there were no unrecorded material variances;

AND WHEREAS the Audit Committee recommended the approval of the audited financial statements for the Fiscal Year ending April 30<sup>th</sup>, 2011;

BE IT RESOLVED THAT the Board of Governors approve the audited financial statements for the year ended April 30<sup>th</sup> 2011.

AND BE IT FURTHER RESOLVED THAT the inter-fund transfers included in the financial statements be authorized, as per the requirements of section 2.1 of the *Cahier des définitions* of the *ministère de l'Éducation, du Loisir et du Sport*.

Moved by: Gesner Blenkhorn

Seconded by: Kelly Murumets

The Vice-Principal Finance and Administration then advised Governors that the University would proceed with a call for tenders for audit services for the audit period ending April 30, 2012, in accordance with the University's contracting practices and with the requirements of the *Loi sur les contrats des organismes publics*. Kelly Murumets seconded the motion.

During the course of discussion, the Principal mentioned that the University auditors, whose clients include a number of much larger institutions, had told him that the Bishop's Finance team is as strong as any they deal with.

**ITEM 10: REPORT OF THE FINANCE COMMITTEE**

The Vice-Principal Finance and Administration introduced new reporting formats. One report reconciles internal and external fund balances. This report is necessary because our internal results are not yet calculated in accordance with Generally Accepted Accounting Principles, whereas external results – the audited financial statements – must be calculated according to those principles. In response to requests from Governors, year-to-date reports highlighting risks and variances would be produced three times a year, as at August 31, December 31 and April 30. Governors expressed their appreciation for the work done by the Vice-Principal and the Business Office to respond to their needs.

Governors then moved to Items 14 and 15, resolutions to approve long-term borrowing and to increase the line of credit.

**ITEM 11: REPORT OF THE NOMINATING COMMITTEE**

The Chair introduced Documents 2011-1-11i, 2011-1-11ii and 2011-1-11iii, respectively containing the recommendations of the Nominating Committee on the membership of the standing, statutory and Degree Committees of the Board of Governors.

Stephen Lloyd moved the appointment of Committee members as recommended by the Nominating Committee for a one-year term, and Elaine Roper seconded the motion.

**The motion carried.**

**ITEM 12: ENTENTE SUR LA MOBILISATION POUR CONTRER LE DÉCROCHAGE**

The Vice-Principal Academic requested Board approval to renew Bishop's participation in a broad partnership to reduce high school dropout rates in the Eastern Townships. Among the other partners are the *Université de Sherbrooke*, several Cégeps, school commissions and schools, the *Conseil régional des élus*, which includes the heads of local regional municipalities and the Mayors of some of the larger towns, a number of unions, as well as a number of ministries of the Québec government. In addition to supporting the effort with a financial contribution of \$5,000, members of the Bishop's community are engaged in research on reading and writing skills, as difficulties in these areas indicate a higher than normal likelihood of dropping out.

James Sweeny moved approval of the draft resolution set out in document 2011-1-12i. Taylor Johnston seconded the resolution.

**The motion carried.**

### **RESOLUTION 2011-1-03**

#### **Actualisation de l'Entente spécifique sur la mobilisation pour contrer le décrochage scolaire et augmenter la diplomation**

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CONSIDÉRANT QUE l'Université Bishop's a signé en 2006-2007 une entente spécifique de cinq (5) ans sur la mobilisation pour contrer le décrochage scolaire et augmenter la diplomation;

CONSIDÉRANT QUE l'entente actuelle découle du *Plan de mobilisation et d'action 2006-2016* adopté par la Table estrienne de concertation inter-ordres en éducation (TECIÉ) en 2006;

CONSIDÉRANT QUE le premier Plan d'action 2006-2011 se termine cette année;

CONSIDÉRANT QU'il est important de maintenir l'adhésion et la mobilisation de l'ensemble de la communauté estrienne afin d'améliorer la situation régionale en matière de réussite éducative;

CONSIDÉRANT QUE ce phénomène est complexe et multifactoriel qui commande donc des efforts de longue haleine;

CONSIDÉRANT QUE le comité de gestion de l'actuelle Entente spécifique sur la mobilisation pour contrer le décrochage scolaire et augmenter la diplomation souhaite poursuivre les travaux menés au regard de la persévérance;

Il est proposé :

DE désigner le Vice-Principal aux Affaires académiques, Michael Childs, à titre de représentant de l'Université Bishop's au Comité de gestion de l'Entente;

DE confirmer la contribution de \$5,000 pour les cinq (5) prochaines années de l'Entente;

D'autoriser le transfert du solde résiduel de la première Entente spécifique sur la mobilisation pour contrer le décrochage scolaire et augmenter la diplomation à la présente Entente;

D'autoriser le principal de l'Université Bishop's, Me Michael Goldbloom, ou son représentant, à signer le protocole d'entente.

Proposé par : James Sweeny

Appuyé par : Taylor Johnston



### **ITEM 13: SPORTS INFRASTRUCTURE PROGRAM – MITCHELL GYM**

The Vice-Principal Finance and Administration introduced the resolution contained in Document 2011-1-13ii to approve the University's submission to the Quebec Government's Sports Infrastructure Program. The project involves replacement of the floors and bleachers in the Mitchell Gym, and improvements to certain safety features. The program requires universities to fund half the cost of any project for which financial support is granted.

Gesner Blenkhorn moved approval of the submission and Nadia Martel seconded the motion.

**The motion carried.**

### **RESOLUTION 2011-1-05**

#### **RÉSOLUTION AYANT POUR OBJET DE PRÉSENTER UN PROJET DANS LE CADRE DU PROGRAMME DE SOUTIEN AUX INSTALLATIONS SPORTIVES ET RÉCRÉATIVES**

Lors d'une séance régulière du conseil des gouverneurs de l'Université Bishop's, tenue le 14 octobre 2011, il est proposé par Gesner Blenkhorn et dûment appuyé par Nadia Martel de :

- ♦ Présenter le *Mitchell Gymnasium Project*, qui consiste de :
  - remplacer les planchers du Mitchell Gymnasium avec un matériau plus résistant et mieux adapté au basketball de niveau compétitif;
  - remplacer les estrades avec de nouvelles estrades mieux adaptées et plus polyvalentes; et
  - rehausser la sécurité du local en ajoutant des portes et en remplaçant la rampe sur la piste de course.
- ♦ Confirmer l'engagement de l'Université Bishop's à payer sa part des coûts admissibles au projet et à payer les coûts d'exploitation du projet.

L'Université Bishop's désigne Maître Michael Goldbloom, principal et vice-chancelier, et madame Hélène St-Amand, vice-principale aux Finances et à l'Administration, comme personnes autorisées à agir en son nom et signer en son nom tous les documents relatifs au projet mentionné ci-dessus.

Adopté.

**ITEM 14: APPROVAL OF LONG-TERM BORROWING**

The Vice-Principal Finance explained that the *ministère de l'Éducation, du Loisir et du Sport* funds universities in part through guarantees of loans assumed by the institutions. Though these loans appear on the universities' books, there are no interest costs to universities as a result of this arrangement.

Gesner Blenkhorn moved approval of the University's long-term borrowing, in accordance with document 2011-1-14ii. James Sweeny seconded the motion.

**The motion carried.**

**ITEM 15: APPROVAL OF THE OPERATING LINE OF CREDIT**

**RESOLUTION 2011-1-04  
FOR THE APPROVAL  
OF THE OPERATING LINE OF CREDIT**

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

AND WHEREAS the MELS has approved a line of credit of up to \$24M for the University's operating needs and for the short term financing of capital expenditures;

AND WHEREAS the University has provided a cash flow report demonstrating that its financial needs will range from approximately \$9.2M to \$23.6M during the 2011-12 Fiscal Year;

BE IT RESOLVED THAT the Board of Governors authorize the University to borrow up to \$24M for its operations and for the short time financing of capital expenditures for the 2011-12 Fiscal Year.

AND BE IT FURTHER RESOLVED THAT the Board authorize Michael Goldbloom, Principal and Vice-Chancellor, and Hélène St-Amand, Vice-Principal Finance and Administration, to co-sign any and all documents required to complete this transaction.

Moved by: Gesner Blenkhorn

Seconded by: Michele Murray

**The motion carried.**

**ITEM 16: REPORT OF THE GOVERNANCE AND ETHICS COMMITTEE**

The motion of the former Corporation of Bishop's University adopting the Statutes provides for a review of those statutes after one year. Stephen Lloyd, Chair of the Governance and Ethics Committee, reported that the Committee is carrying out the review, and that members of the former Governance Task Force and of the Board of Governors would be consulted on modifications under consideration.

M<sup>c</sup> Lloyd indicated that the Committee had finalized the form of a survey on Board performance that would be distributed to Governors for feedback.

**ITEM 17: ADJOURNMENT OF THE OPEN SESSION**

The Chair asked for a motion to adjourn the open session at 6:21 p.m. Gesner Blenkhorn moved adjournment and Elaine Roper seconded the motion. Governors then moved into closed session.

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Scott Griffin, Chair, Items 1 and 2

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Victoria Meikle, Secretary

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Robert Gordon, Chair, Items 3 to 17