

BOARD OF GOVERNORS

DOCUMENT 2011-4-02

MARCH 23RD, 2012
MCGREER 100, 16H TO 19H

REVISED AGENDA

1.	Welcome		R. Gordon	5 mins
2.	Approval of Agenda	<i>Document 2011-4-02</i>	R. Gordon	2 mins
3.	Approval of minutes of the January 27 th meeting	<i>Document 2011-4-03, to follow For approval</i>	R. Gordon	3 mins
4.	Business Arising	<i>No document</i>		
5.	Principal's Report	<i>Document 2011-4-05, Annex II, Annex V, attached For information</i>	M. Goldbloom	10 mins
6.	Academic Report	<i>Document 2011-4-06, attached For information</i>	M. Childs	15 mins
7.	Vision, mission and values	<i>Document 2011-4-07, attached For approval</i>	V. Meikle	20 mins
8.	Naming policy	<i>Document 2011-4-08, attached For approval</i>	D. McBride	20 mins
9.	Report of the Governance and Ethics Committee (Board survey and amendments to Statutes)	<i>No document 2011-4-09 For information and discussion</i>	S. Lloyd	20 mins
10.	Report of the SDLU (Sustainable Development Audit)	<i>No document For information</i>	D. Leyburne	10 mins
11.	Report of the Building Committee	<i>Document 2011-4-11, attached For information</i>	N. Martel	15 mins
12.	Report of the Finance Committee (Line of credit 2012-13, revised forecast)	<i>Documents 2011-4-12, 12i, 12ii, attached For approval</i>	H. St-Amand	10 mins

13.	Report of the Vice-Principal Finance and Administration (<i>Frais institutionnels obligatoires</i>)	<i>Documents 2011-4-13, 13i, attached For approval</i>	H. St-Amand	10 mins
13a	Approval of signing authority for an amended agreement between Centennial Theatre and the <i>ministre de la Culture et des Communications</i>	<i>Documents 2011-4-13a, 13aii, distributed at the meeting</i>	H. St-Amand	5 mins
14.	Permission to use the Bishop's University name	<i>Document 2011-4-14, attached</i>	R. Gordon	10 mins
15.	Report of H.R. Committee	<i>No document For information</i>	V. Meikle	5 mins
16.	Report of the President of the S.R.C.	<i>No document For information</i>	T. Johnston	5 mins
17.	Meeting dates for 2012-13	<i>Document 2011-4-17, attached For information</i>	V. Meikle	1 min
18.	Other business			
19.	Closed session			



BOARD OF GOVERNORS

DOCUMENT 2011-6-03

MEETING OF MARCH 23RD, 2012
MCGREER 100, 16H

MINUTES

- Chair:* Robert Gordon
- Present:* Gesner Blenkhorn, Michael Goldbloom, Taylor Johnston, Deborah Langford, Drew Leyburne, Stephen Lloyd, Nadia Martel, Michele Murray, Royal Orr, William Robson, Luce Samoissette, James Sweeny
- Participating by phone:* Kelly Murumets
- Senior Administration:* Jackie Bailey, Michael Childs, Steve Harvey, David McBride, Hélène St-Amand
- Regrets:* Claude Charpentier, Scott Griffin, Elaine Roper
- Secretary:* Victoria Meikle

ITEM 1: CHAIR'S WELCOME

The Chair called the meeting to order.

ITEM 2: APPROVAL OF AGENDA

Stephen Lloyd moved approval of the agenda, and Luce Samoissette seconded the motion.

Item 13A, Funding for Centennial Theatre renovations, was added.

The Agenda was approved as amended.

ITEM 3: APPROVAL OF THE MINUTES OF THE JANUARY 27, 2012 MEETING OF THE BOARD OF GOVERNORS

Nadia Martel moved approval of the minutes of the January 27, 2012 meeting of the Board of Governors on and Luce Samoissette seconded the motion.

The motion carried.

ITEM 4: BUSINESS ARISING

There was no Business Arising.

ITEM 5: PRINCIPAL'S REPORT

The Principal added a few comments to his written report, Document 2011-4-05.

B.E.S.T. Awards

Students who had received B.E.S.T. Awards in 2011 presented their projects to the donor who had funded the awards as they had done for Governors following the October meeting. The donor also met with students selected for the 2012 awards, and indicated to the Principal that the gift has had the impact hoped for.

Sports Centre

Following the issue of a public call for tenders, new architects had been selected to take the Sports Centre project to and through completion of construction. The winners would be announced as soon as contracts had been signed. The Principal noted that Gesner Blenkhorn, Nadia Martel, H el ene St-Amand, Jackie Bailey and Joey Sabo had participated in the selection process.

Mission Nouvelle-Angleterre

The Principal noted that this initiative, a proposed conference to take place on an annual basis alternating between the Eastern Townships and Vermont, aims to enhance awareness of the long-term benefits to the province of Bishop's presence in Sherbrooke and in the region.

Ententes de partenariat

These *Ententes*, to be signed between each of the universities and the *minist re de l' ducation, du Loisir et du Sport*, will establish the conditions for additional funding promised in the 2011 Quebec budget. The Principal noted that the general framework set out for these agreements, which speaks to enhancing the quality of teaching and of student services, is consistent with Bishop's priorities. It is expected that these agreements will be in place by the end of the summer. It was noted that one of the indicators set out in the agreements relates to the composition of the Board.

Mobilisation étudiante

As of the date of the March Board meeting, the Government was holding to the tuition increases for Quebec students announced in the 2011 budget. The leader of the *Parti Québécois* had announced that, if elected, she would roll back the increases and hold *États généraux* on issues around the funding of universities. Bishop's continues to budget for the increases as announced in March of 2011. The Principal noted that Luce Samoisette, *rectrice* of the *Université de Sherbrooke*, is the spokesperson for the CREPUQ, and that he had given interviews in the English media.

Financial update

Presentations to the Bishop's community on the University's financial situation had provided clarity with regard to how revenues above those foreseen in the ten-year plan had been used over the last four years. There did not seem to be resistance among members of the community to the decisions that had been made in this regard. There had been a serious discussion about the appropriateness of deferring contributions to the pension plan deficit, and a consensus had developed to the effect that this should be a course of last resort.

Departure of Jock Phippen

The Principal spoke to the critical contribution to Bishop's that Jock Phippen had made during his three years as Director of Enrolment Management. He noted that the University has a strong team in place in the recruitment office, and that Jock would be with us until the end of May, with the possibility of returning when a new Director is in place.

Bishop's events

The Principal urged Governors to attend the performance of the St Matthew Passion by the University singers scheduled for April 30th at the *Cathédrale de St-Michel* in Sherbrooke.

He noted that Claude Charpentier and Benoit-Antoine Bacon had been unable to attend the Board meeting because it coincided with the opening of the annual conference of the *Société québécoise de recherche en psychologie*, which Bishop's was hosting for the first time.

Finally, Harvard psychologist Steven Pinker had drawn a large crowd to the Centennial Centre for an impressive lecture on how humans are becoming less violent. This lecture had been the kick-off to Bishop's seventh annual Research Week, celebrating the achievements of Bishop's faculty and students.

ITEM 6: ACADEMIC REPORT

The Vice-Principal Academic, Dr. Michael Childs, gave an overview of his report, Document 2011-4-06.

Enrolment

Data available as of March 15th indicate that applications from prospective students from Ontario were down somewhat as compared to the same date in 2011.

Overall, the Williams School of Business was doing well, with an increase in applications, but applications in the Humanities were down somewhat. Other Divisions and Schools were seeing applications in the same range as for fall 2011.

Ententes with the Université de Sherbrooke

Bishop's had agreed to sign a framework for further agreements on program and research collaborations with the *Université de Sherbrooke*. Specific ententes within the framework will become annexes. The first entente will be signed with the Faculty of Medicine, which will provide summer opportunities to prepare strong students for graduate school. A Master's program in Philosophy will be offered by the *Université de Sherbrooke*, with Bishop's faculty participating, building on areas of complementarity between two institutions.

Dr. Childs closed his remarks by congratulating Sylvie Côté and Steve Harvey on the success of Research Week.

During the course of discussion, Governors urged the Vice-Principal to consider partnerships with other universities that would enhance our capacity to create strong graduate students.

ITEM 7: VISION, MISSION, VALUES

Victoria Meikle, Secretary General and Vice-Principal Government Relations and Planning, introduced Document 2011-04-07, a revised mission statement, together with vision and values statements. She explained that these were the product of a year-long consultation within the Bishop's community and outlined the different stages of consultation. The Secretary General reported that Senate had approved the document at its 541st meeting, held on January 23rd, 2012. She then asked Governors for the endorsement of the text distributed.

During the course of discussion, it was decided that, since there were several possible English translations of the University's Latin motto, *Recti cultus pectora roborant*, a process should be developed to determine what the most appropriate translation would be. In the interim, no translation should be included on the Vision, Mission and Values statement.

The Principal noted that the review of the Vision, Mission and Values was part of a broader Strategic Orientations process, and advised the Board that the senior administration would report at the retreat in June on developments in the short-term areas of focus identified by the senior administration during the winter term of 2011.

Kelly Murumets moved endorsement of the Vision, Mission and Values statements proposed; Jim Sweeny seconded.

The motion carried, none opposed, no abstentions.

RESOLUTION 2011-4-01
ENDORISING VISION, MISSION AND VALUES STATEMENTS
FOR BISHOP'S UNIVERSITY

BISHOP'S UNIVERSITY

Recti cultus pectora roborant

Vision

Our goal is to offer Canada's foremost undergraduate education.

Mission

In 1843, the founders of Bishop's University declared their intention "to offer to the country at large the blessing of a sound and liberal education". Today, our primary focus remains the liberal education of undergraduate students.

We aspire to be the institution of choice for outstanding young people seeking academic excellence and a comprehensive undergraduate experience in a community that instils confidence, courage and a sense of responsibility in its students.

At the heart of the Bishop's experience is close interaction between professors and students, within the classroom and elsewhere, in research, scholarship and creative activity.

We seek to engage our students in their own intellectual and social development by offering programs of study and extracurricular activities that foster intellectual curiosity and a life-long commitment to learning.

As a learning community, we are engaged in the advancement and dissemination of knowledge. We encourage both breadth and depth in our students' academic programs, to equip them to explore and solve complex problems.

We are committed to maintaining our intimate size and residential nature in order to foster the social development of our students, encourage the creation of lasting friendships and engender a true sense of community.

We invite our students, who come from Quebec, elsewhere in Canada, and around the world, to practice the respectful and informed dialogue that sustains democracy, to exercise the rights and responsibilities of good citizenship and to realize their potential for leadership.

We encourage our students to engage with individuals from different social, cultural and linguistic backgrounds and to take advantage of opportunities to open themselves to the world.

Values

Community

We value our welcoming and inclusive community, which fosters deep engagement in the life of the University and the exceptional dedication of our alumni.

We value individual integrity, mutual respect and collegiality.

We value the self-reliance, ethical engagement and accountability that are essential to responsible leadership.

We value service to our local and global communities, and research and scholarship that contribute to their growth and betterment.

Discovery

We value the curiosity, creativity and innovation that lie at the core of the intellectual endeavour: the search for truth and the discovery and transmission of knowledge in research and scholarship.

We value a liberal education, which combines the sustained study of a particular field of knowledge with the ability to approach it critically through exposure to different intellectual traditions and points of view.

We value active engagement in learning on the part of our students, and their contributions to innovation in our programs and pedagogical activities.

We value the academic freedom that is essential to the discovery and transmission of knowledge, the development of critical approaches, and true engagement in learning and discovery.

We value the opportunity to learn from and with each other, in our classrooms laboratories, libraries, theatres, residences, dining and sports facilities, as well as in the broader community.

Excellence

We value outstanding teaching, research and creative expression.

We value the pursuit of excellence in all that we undertake, and we aim to instil the aspiration to excel in our students and in all other members of our community.

Sustainability

We value principles of sustainability and seek to integrate them into our academic programs and our individual and institutional activities.

We value the natural beauty of our surroundings and exceptional architectural quality in our built environment.

ITEM 8: NAMING POLICY

Dave McBride, Director of University Advancement, introduced Document 2011-4-08, a Naming Policy for Bishop's University. The development of this policy was a new initiative, developed after review of practices at other Universities, notably Queen's and the University of Prince-Edward Island. In addition, precedents provided by campaign counsel had been consulted in developing the document.

A discussion of the appropriateness of setting giving standards ensued, following which it was determined that they would be established for internal use.

The implications of s. 4.3 of the policy, giving Bishop's the authority to withdraw a name if it would bring the University into disrepute, were discussed. There was a consensus that such a provision should be included in individual agreements with donors.

Jim Sweeny moved adoption of the policy as set out in Document 2011-4-08; Royal Orr seconded the motion.

The motion carried.

ITEM 9: REPORT OF THE GOVERNANCE AND ETHICS COMMITTEE

Stephen Lloyd, Chair of the Governance and Ethics Committee, reported to the Board on two aspects of the work of the Governance and Ethics Committee: the Board survey and the review of the Statutes.

Compilations of the results of the Board survey, and of comments made by Governors, had been distributed for review. A session will be set aside at the June Board retreat for discussion of the survey results.

Me Lloyd reminded Governors that an initial discussion of possible amendments to the University Statutes had taken place at the December 2, 2011 meeting of the Board. Since then, the Statutes had been posted to the University web site for comments from the community, and the Governance and Ethics Committee had met with members of the former Governance Task Force at the end of February.

In accordance with section 12 of Division I of the Statutes, notice of the text of proposed amendments would be given on April 9th, 2012. Prior to giving that notice, Me Lloyd reviewed the recommendations of the Governance and Ethics Committee in relation to issues that had arisen since the December Board meeting:

1. The Governance and Ethics Committee recommended an amendment to the eligibility requirements for the student member of the Board set out in ss. 1.2.3 and 1.3.2 of Division I of the Statutes. Currently, the Statutes require that the student member of the Board be registered full-time, a minimum of 12 credits. The Governance and Ethics Committee recommended that this requirement be modified to reflect the reality that the demands on the President of the Students' Representative Council are such that he or she will often prefer to be registered for less than a full-time course load. The proposal recommended is that the registration requirement be modified to minimum of nine credits per term.
2. The Governance and Ethics Committee recommended that the length of the mandate of the Principal, the Vice-Principal and the University Librarian be modified from a fixed five-year term to give some greater flexibility in relation to the length of the term by modifying ss. 4.3.2, 4.4.1 and 4.9.1 of Division I to provide that the terms may be 'up to five years'.
3. After consideration of a number of suggestions made by members of the former Governance Task Force, the Governance and Ethics Committee recommended that:
 - a. a requirement for an annual public meeting be instituted at which the Principal would report on the work of the Board and of the senior administration over the preceding year, and members of the community would have the opportunity to ask questions;
 - b. the mandate of the Secretary General and Vice-Principal Government Relations and Planning be included in the Statutes; and
 - c. it be made clear that term of a reappointment under the Statutes for a senior administrator need not be for the same number of years as the initial appointment.

Me Lloyd raised the issue of the merger of the Sustainable Development and Land Use and Building Committees, which had been proposed and debated in December, and on which there had been consultation with members of the Committees. The Chairs of the two Committees, Drew Leyburne and Nadia Martel, spoke in favour of a merger. After some discussion of alternatives, a consensus emerged around the proposal to merge the Committees.

Finally, Me Lloyd sought feedback from Governors on two additional recommendations from members of the former Governance Task Force:

- ♦ that the composition of the Board be modified so as to increase the number of internal members to 11 out of 17; and
- ♦ that the President of the A.P.B.U. be made *ex officio* a non-voting member of the Board of Governors.

After discussion of these proposals, a consensus developed that the composition of the Board of Governors should be left as is.

ITEM 10: REPORT OF THE SDLU

Drew Leyburne, Chair of the Sustainable Development and Land Use Committee, reported that the Committee had developed and approved an action plan for sustainability at Bishop's. Once there has been an opportunity for consultation with stakeholder groups on the modalities of implementation, a report would be brought to the Board.

ITEM 11: REPORT OF THE BUILDING COMMITTEE

Nadia Martel, Chair of the Building Committee, spoke to Document 2011-4-11, giving an account of continuing deliberations about the impact of the Master Plan.

Me Martel reported that three major projects had been discussed and approved by the Building Committee: the 'big dig', to replace underground infrastructure on the campus, the replacement of the McGreer roof, and renovations to the Coulter Field bleachers. These projects would be brought forward for approval, along with the *Plan Quinquennal d'Investissement*, at an extraordinary meeting of the Board scheduled for April 5th.

ITEM 12: REPORT OF THE FINANCE COMMITTEE

Vice-Principal Finance and Administration H el ene St-Amand introduced Document 2011-4-12i, the updated forecast for the 2011-12 fiscal year, reporting that we are now on target to meet our budget deficit goal. In order to meet the goal, the University was required to defer payment of contributions to the pension fund deficit for the six-month period from July 1, 2011 to December 31, 2011.

During the course of discussion it was acknowledged that the University still faces significant financial challenges. These will be addressed in greater detail when the 2012-13 budget is presented to the Board for approval.

Ms St-Amand asked for approval of the cash flow budget for submission to the *minist re de l' ducation, du Loisir et du Sport*. She indicated that short-term credit needs over the 2012-13 fiscal year would range from \$13.8M to \$21.8M, and that University borrowings on the existing \$24M line of credit currently stand at \$10M.

Bill Robson moved approval of the cash flow budget; Gesner Blenkhorn seconded.

The motion carried.

RESOLUTION 2011-4-03
FOR THE APPROVAL
OF THE
2012-13 CASH FLOW BUDGET

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

AND WHEREAS the University is subject to the Financial Administration Act;

AND WHEREAS the current authorized line of credit for 2011-12 is \$24M with RBC;

AND WHEREAS the University has provided a cash flow report indicating that its financial needs will range from approximately \$13.8M to \$21.9M during 2012-13;

BE IT RESOLVED THAT the Board of Governors authorize the University to borrow up to \$22M from RBC for its operations and for the short-term financing of capital expenditures for the 2012-13 fiscal year.

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

Moved by: Bill Robson

Seconded by: Gesner Blenkhorn

ITEM 13: *FRAIS INSTITUTIONNELS OBLIGATOIRES*

Vice-Principal St-Amand requested the approval of the *frais institutionnels obligatoires* as set out in Documents 2011-4-13 and 13i. Luce Samoisette moved approval and Taylor Johnston seconded.

The motion carried.

RESOLUTION 2011-4-04
FOR THE APPROVAL
OF THE
2012-13 *FRAIS INSTITUTIONNELS OBLIGATOIRES*

WHEREAS the University may not increase FIO fees beyond \$7.50 per term or \$15 per year without student association approval;

AND WHEREAS the University estimates required increases in Copyright fees charged to students at \$0.05 per credit for a total of \$0.75 per term or \$1.50 per year (these will be established by agreement between the CREPUQ and COPIBEC);

AND WHEREAS the University wishes to increase Registration fees from \$49 to \$50 per term for a total increase of \$2.00 per year (for students enrolled in 9 credits and more);

AND WHEREAS the University wishes to increase the Technology fee by \$0.38 per credit for a total of \$5.70 per term or \$11.40 per year;

AND WHEREAS the total of these increases of \$7.45 per term or \$14.90 per year does not exceed the maximum allowable FIO fee increase;

AND WHEREAS all other proposed fee increases have been agreed upon with the SRC;

BE IT RESOLVED THAT the Board of Governors of Bishop's University approve the increases and the resulting listing of FIO's for 2012-13 as attached.

Moved by: Luce Samoisette

Seconded by: Taylor Johnston

ITEM 13A: FUNDING OF CENTENNIAL THEATRE RENOVATIONS

Vice-Principal St-Amand requested the approval of the Board of Governors for an amendment to the 2006 agreement between Bishop's University and the *Ministre de la Culture, des Communications et de la Condition feminine* to fund renovations to Centennial Theatre as set out in Document 2011-4-13Aii. The purpose of these amendments is to bring the terms of the agreement into line with the funding actually provided for Theatre renovations. The amendment was made necessary when it was determined during the course of an audit that the Ministry had in fact funded 50% of the costs of the renovations as opposed to the 49% provided in the agreement.

Jim Sweeny moved approval of the amendments to the agreements and Luce Samoisette seconded the motion.

The motion carried.

RESOLUTION 2011-4-05
FOR THE APPROVAL
OF THE
FUNDING OF RENOVATIONS TO CENTENNIAL THEATRE

BE IT RESOLVED THAT Luce Couture, Director Centennial Theatre, be authorized to sign the *convention supplémentaire* between the University and the *Ministre de la Culture, des Communications et de la Condition féminine*, as set out in Document 2011-4-13Aii appended to these minutes.

Moved by: Jim Sweeny

Seconded by: Luce Samoisette

ITEM 14: REQUEST FOR USE OF UNIVERSITY NAME

Governors discussed the request by the Association of Bishop's University Retirees to include the University's name in their registered name, *Association des retraités de l'Université Bishop's*. They asked the Secretary General to look into the conditions under which sister universities allow the use of their name to independent groups within their community.

ITEM 15: REPORT OF THE PRESIDENT OF THE SRC

Taylor Johnston, President of the Students' Representative Council, reported on student activities since the January Board meeting.

The Constitution of the SRC has been revised and ratified. Among other things, it now includes a process for the selection of a Valedictorian, which will be made by a Committee including four members of the SRC Executive, the Principal, the Vice-Principal Academic and the Dean of Students. She noted that members of the incoming Executive of the SRC would be present on campus over the summer.

Ms Johnston further reported that 20% of students had turned out to vote on a referendum proposal to increase student contributions to the Library from \$10 per term to \$25, as their contribution to the capital campaign. The proposal had passed with 80% support among those voting.

ITEM 16: ADJOURNMENT OF THE OPEN SESSION

There being no further business, the open session of the Board adjourned at 6:53 p.m.



Robert Gordon, Chair



Victoria Meikle, Secretary