

BOARD OF GOVERNORS

DOCUMENT 2013-8-02

JULY 11TH 2014 BOARD MEETING
MCGREER 100 AND BY TELECONFERENCE

AGENDA

1.	Welcome		R. Hall	1 mins
2.	Approval of Agenda	<i>Document 2013-8-02</i>	R. Hall	2 mins
3.	Update on 2013-14 financial results	<i>No document For information</i>	H. St-Amand	5 mins
4.	Consolidation of loans for the construction of the Sports Centre	<i>Documents 2013-8-04, 04i, 04ii, attached For approval</i>	H. St-Amand	5 mins
5.	Appointment of a 'dirigeante' under the <i>Loi sur les contrats des organismes publics</i>	<i>Documents 2013-8-05, 5i, attached For approval</i>	H. St-Amand	5 mins
6.	Purchase of No 5 Reed Street	<i>Documents 2013-8-06, 06i, 06ii, attached For approval</i>	H. St-Amand	10 mins
7.	Ad Hoc Committee for the recruitment of a V.P. Finance and Admin	<i>Documents 2013-8-07, 07i, 07ii, attached For approval</i>	M. Goldbloom	5 mins
8.	Media coverage of the Principal's contract of employment	<i>No document For information</i>	R. Hall	10 mins
9.	Other business			

BOARD OF GOVERNORS

DOCUMENT 2014-2-03A

MEETING OF JULY 11TH 2014
MCGREER 100 AND BY TELECONFERENCE
8:30 A.M.

MINUTES

- Chair:* Robert Hall
- Present:* Michael Goldbloom, Ross Osmun, Alexander Roy, James Sweeny
- By telephone:* Jane Brydges, Claire Grogan, Robert Gordon, Brian Levitt, Stephen Lloyd, Michel Marleau, Nadia Martel, Cathy McLean, Luce Samoissette
- Regrets:* Claude Charpentier, Deborah Langford
- Senior Administration:* Nick Andrews, Marie-Josée Berger, Isabelle Goyette, Bruno Gnassi, Michele Murray, Hélène St-Amand, Francine Turmel
- Secretary:* Victoria Meikle

ITEM 1: CHAIR'S WELCOME

The Chair called the meeting to order, welcoming Michel Marleau to the Board.

ITEM 2: APPROVAL OF AGENDA

Robert Gordon moved approval of the Agenda as proposed and Stephen Lloyd seconded the motion.

The motion carried.

ITEM 3: UPDATE ON 2013-14 FINANCIAL RESULTS

Outgoing Vice-Principal Finance and Administration Hélène St-Amand advised Governors that the University would balance its 2013-14 budget without have recourse to

the '*bascule*', a mechanism enabling universities to borrow against operating grants for the subsequent financial year.

ITEM 4: CONSOLIDATION OF LOANS FOR THE CONSTRUCTION OF THE SPORTS CENTRE

James Sweeny moved the approval of the consolidation of debt for the Sports Centre into a long-term loan serviced by the *Ministère des Affaires municipales et Occupation du territoire*. He further moved that the Principal and Vice-Chancellor and the Vice-Principal Academic be authorised to co-sign any and all documents required to complete this transaction. Brian Levitt seconded both motions.

The motions carried.

RESOLUTION 2013-8-01
APPROVING THE CONSOLIDATION OF BORROWING
IN RELATION TO QUEBEC GOVERNMENT FUNDING FOR THE
SPORTS CENTRE

WHEREAS the University signed a *Protocole d'entente* with the *Ministère des Affaires municipales, des Régions et de l'Occupation du territoire* (MAMROT, now the *Ministère des Affaires municipales et Occupation du territoire*, MAMOT), in June of 2011;

WHEREAS the *protocole d'entente* provides that the government of Quebec will fund up to 44.915% of admissible project costs for the renovation of the existing Sports Centre and the construction of new sports facilities, or up to \$13.25 million of the total project grant of \$29.5 million;

WHEREAS, until long-term borrowing is secured, the University assumes the interest costs associated with Quebec's portion of project expenditures;

AND WHEREAS the MAMOT and *Financement Québec* are prepared to enter into agreements by which amounts borrowed by the University to cover Quebec's portion of project expenditures for the sports centre would be consolidated as long-term loans serviced by the Ministry, in accordance with attached Document 2013-8-04ii, Resolution authorizing a *REGIME D'EMPRUNTS À LONG TERME POUR FINANCER LE PROJET DU CENTRE MULTISPORTS COMMUNAUTAIRE*;

BE IT THEREFORE RESOLVED THAT the Board of Governors authorizes Michael Goldbloom, Principal and Vice-Chancellor, and Miles Turnbull, Vice-Principal Academic, to co-sign any and all documents required to complete this transaction, including Document 2013-8-04i, the *CONVENTION DE PRET A LONG TERM* with *Financement Québec*.

Moved by: James Sweeny

Seconded by: Brian Levitt

ITEM 5: DELEGATION OF THE POWERS OF THE 'DIRIGEANT' UNDER THE *LOI SUR LES CONTRATS DES ORGANISMES PUBLICS*

Nadia Martel moved and Cathy McLean seconded the delegation to Isabelle Goyette, who would assume the position of Interim Vice-Principal Finance on July 14th 2014, of all of the powers of the *dirigeant* that can be delegated under the *Loi sur les contrats des organismes publics*.

RESOLUTION 2013-8-02

DELEGATING POWERS OF THE *DIRIGEANT* UNDER
THE *LOI SUR LES CONTRATS DES ORGANISMES PUBLICS*

WHEREAS in virtue of s. 8 of the *Loi sur les contrats des organismes publics*, L.R.Q. c. 65.1, the Board of Governors of Bishop's University is the Chief Executive Officer (*dirigeant*) of the University;

WHEREAS Interim Vice-Principal Finance Isabelle Goyette is a member of the senior administrative personnel of the University;

WHEREAS the *Loi sur les contrats des organismes publics* allows the delegation of certain powers of the Chief Executive Officer (*dirigeant*) to a member of the senior administration;

BE IT THEREFORE RESOLVED THAT all those powers of the Chief Executive Officer (*dirigeant*) that can be delegated are hereby delegated to Isabelle Goyette, Interim Vice-Principal Finance, subject always to University policies in relation to signing authority.

AND BE IT FURTHER RESOLVED THAT the Resolution of the Executive Committee of the former Corporation of Bishop's University of May 14 2010, delegating the powers of the Chief Executive Officer (*dirigeant*) to H el ene St-Amand, is hereby repealed.

Moved by: Nadia Martel

Seconded by: Cathy McLean

ITEM 6: PURCHASE OF N  5 REED STREET

H el ene St-Amand, summarized the advantages of purchasing the house at N  5 Reed Street, indicating that the conditions imposed on the purchase by the Board of Governors at its November 22nd 2013 meeting had been met.

The purchase would be financed through the University's line of credit, as it offered the best interest rate, and the loan would be repaid using rental income from the property.

Nadia Martel moved approval of the purchase, and Brian Levitt seconded the motion.

The motion carried.

Cathy McLean asked that her objection to the approval of the purchase of a property in a flood plain be recorded.

RESOLUTION
APPROVING THE PURCHASE OF THE PROPERTY LOCATED
AT N^o 5 REED STREET

WHEREAS the Finance Committee and the Board of Governors reviewed and discussed the possible purchase of the property located at N^o 5 Reed Street in Sherbrooke in November of 2013;

WHEREAS an independent appraisal of the property was performed, resulting in a suggested value of \$182,000;

WHEREAS the appraisal report notes that the house is located in a flood zone;

WHEREAS the City of Sherbrooke's zoning department has confirmed that the property is located in a 20-100 year flood zone and that the lot is subject to restrictions on future construction;

WHEREAS, at the request of the Board of Governors, an inspection of the property located at 5 Reed Street for mould and asbestos was carried out, and the inspector reported the presence of both mould and asbestos in the building;

WHEREAS the inspector's report indicates that the mould can be eliminated and is controllable (dehumidifier in the basement, decontamination of basement following all flooding) and asbestos is contained in the walls and can be eliminated;

WHEREAS the current owner has taken steps to decontaminate the basement and the University will apply the measures identified in the inspector's report for both mould and asbestos;

BE IT THEREFORE RESOLVED THAT the Board of Governors authorizes Isabelle Goyette, Interim Vice-Principal Finance, to purchase the property for \$150,000 plus minor tax adjustments, subject to acceptable terms from the Royal Bank of Canada;

AND BE IT FURTHER RESOLVED THAT the Board of Governors authorizes Michael Goldbloom, Principal and Vice-Chancellor, and Isabelle Goyette, Interim Vice-Principal Finance, to sign all banking documents required to conclude the financing for the property in accordance with the terms outlined.

Moved by: Nadia Martel

Seconded by: Brian Levitt

The Principal thanked H el ene St-Amand for the work she had done over eight years at Bishop's University, as Director of Finance and Vice-Principal Finance and Administration.

Outgoing Vice-Principal Finance and Administration H el ene St-Amand and Interim Vice-Principal Finance and Administration Isabelle Goyette left the meeting at this point.

ITEM 7: AD HOC COMMITTEE FOR THE RECRUITMENT OF A VICE-PRINCIPAL FINANCE AND ADMINISTRATION

Principal and Vice-Chancellor Michael Goldbloom moved that an Ad Hoc Committee for the Recruitment of a Vice-Principal Finance and Administration in accordance with s. 7.8 of Division V of the Statutes of Bishop's University be struck, and that Luce Samoissette and Stephen Lloyd be appointed as External members of the Committee. Michel Marleau seconded the motions.

The motions carried.

ITEM 8: MEDIA COVERAGE OF THE PRINCIPAL'S CONTRACT OF EMPLOYMENT

The Chair described for Governors the media coverage of the Principal's contract of employment. He undertook to refer the clause on the per diem for overnight stays in Montreal to the Human Resources Committee so that it could consider whether it remained in the financial interests of the University.

There being no further business, the meeting of the Board of Governors adjourned at 9:15 a.m.



Robert Hall, Chair



Victoria Meikle, Secretary