

**BOARD OF GOVERNORS**

**DOCUMENT 2014-1-02**

SEPTEMBER 26<sup>TH</sup> MEETING  
MCGREER 100, 3:00 P.M. TO 6:00 P.M.

**AGENDA**

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|-----|--|--|--|---------|
| 1.  | Welcome  |  | R. Hall                                | 2 mins  |
| 2.  | Approval of Agenda   | <i>Document 2014-1-02</i>  | R. Hall                                | 2 mins  |
| 3.  | Approval of minutes, May 9 <sup>th</sup> and June 13 <sup>th</sup> and 14 <sup>th</sup> meetings | <i>Documents 2014-1-03a, 03b attached</i><br><i>For approval</i>                         | R. Hall                                | 2 mins  |
| 4.  | Business Arising   | <i>No document</i>   |  |         |
| 5.  | Principal's Report   | <i>Documents 2014-1-05, 05i, attached</i><br><i>For information</i>                      | M. Goldbloom                           | 10 mins |
| 6.  | Academic Report  | <i>Document 2014-1-06, attached</i><br><i>For information</i>                            | M. Turnbull                            | 15 mins |
| 7.  | Report of the Nominating Committee   | <i>Documents 2014-1-07, 07i, 07ii, 07iii, to follow</i><br><i>For approval</i>           | R. Hall                                | 5 mins  |
| 8.  | Report of the Governance and Ethics Committee  | <i>No document</i><br><i>For information</i>   | C. McLean                              | 10 mins |
| 9.  | Report of the Audit Committee on the 2013-14 financial results                                   | <i>Documents 2014-1-09, 09ii, attached; 2014-1-09i, to follow</i><br><i>For approval</i> | I. Goyette                             | 20 mins |
| 10. | Report of the V.P. Finance and of the Finance Committee on the 2014-15 forecast                  | <i>Documents 2014-1-10, 10i, 10ii, 10iii, 10iv, attached</i><br><i>For information</i>   | I. Goyette                             | 15 mins |
| 11. | Plan de redressement   | <i>No document</i><br><i>For information</i>   | M. Goldbloom,<br>V. Meikle, I. Goyette | 20 mins |

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| 12. | Alcohol permit – Resolution to designate person responsible | <i>Document 2014-1-12, to follow,<br/>For approval</i>   | V. Meikle | 5 mins  |
| 13. | Report of the Committee on Life at the University           | <i>Document 2014-1-13, to follow<br/>For information</i> | A. Roy    | 10 mins |
| 14. | Other business  |  |           |         |

**BOARD OF GOVERNORS**

**DOCUMENT 2014-2-03**

SEPTEMBER 26<sup>TH</sup> MEETING  
MCGREER 100, 3:00 P.M.

**MINUTES**

*Chair:* Robert Hall

*Present:* Jane Brydges, Claude Charpentier, Claire Grogan, Michael Goldbloom, Robert Gordon, Deborah Langford Brian Levitt, Stephen Lloyd, Michel Marleau, Cathy McLean, Nadia Martel, Ross Osmun, Alexander Roy, Luce Samoissette, James Sweeny

*Senior Administration:* Nick Andrews, Jackie Bailey, Isabelle Goyette, Matt McBrine, Michele Murray, Dan Seneker, Francine Turmel, Miles Turnbull

*Regrets:*

*Secretary:* Victoria Meikle

**ITEM 1: CHAIR'S WELCOME**

The Chair called the meeting to order at 3:05 p.m.

He welcomed Francine Turmel, incoming Dean of the Williams School of Business, Dan Seneker, incoming Director of Enrolment Management and Charlotte Deslauriers, incoming Government and Compliance Officer to the Board.

**ITEM 2: APPROVAL OF AGENDA**

Michel Marleau moved approval of the agenda as proposed, and Luce Samoissette seconded the motion.

**The motion carried.**

**ITEM 3: APPROVAL OF MINUTES, MAY 9<sup>TH</sup> AND JUNE 13<sup>TH</sup> AND 14<sup>TH</sup> MEETINGS**

Jim Sweeny moved approval of the minutes of the May 9<sup>th</sup> and June 13<sup>th</sup> and 14<sup>th</sup> 2014 meetings of the Board of Governors and Claire Grogan seconded the motion.

**The motion carried.**

**ITEM 4: BUSINESS ARISING**

There was no Business Arising.

**ITEM 5: PRINCIPAL'S REPORT**

*Donald Lecture Series*

The Principal reported that, although a solution had not been found at the date of the Board meeting, the University would continue to explore options to accommodate primary schools at a Donald Lecture by Colonel Chris Hadfield, scheduled for January 27<sup>th</sup>, 2015.

*Sport Complex*

The Sport Complex was progressing on budget. As of the date of the Board meeting, it was unclear whether it would be completely finished by the end of 2014. This was in fact a 'good news story'. Because costs have been tightly managed funds remain to do some of the optional elements of the project. The work to complete these optional elements may extend beyond the end of 2014.

**ITEM 6: ACADEMIC REPORT**

*Overview of research funding since 2009-10*

Increasing research funding is a priority at Bishop's, as it is crucial to recruiting and retaining outstanding faculty. A decrease in funding from 2012-13 and 2013-14 was explained by the fact that grants from Canada Foundation for Innovation (CFI) and the *Ministère du Développement économique, de l'Innovation et de l'Exportation* were higher in 2011-12 and 2012-13.

In order to access remaining portions of the CFI grants, Bishop's would have to spend the money on research space.

### *Enrolment and recruitment*

Dan Seneker, Director of Enrolment Management, presented his analysis of Fall 2014 enrolment, carried out right after the add/drop deadline of September 12<sup>th</sup> 2014.

There were 2373 full-time students enrolled at Bishop's for the Fall 2014 term, down from 2428 in 2013. Of the 2373:

- ♦ 1146 were from Québec,
- ♦ 623 were from Ontario,
- ♦ 119 were from Western Canada,
- ♦ 111 were from Atlantic Canada,
- ♦ 79 were from the U.S., and
- ♦ 249 were international students from more than 40 other countries.

There are 748 new full-time students, compared to 750 in Fall 2013.. e know that enrolment in liberal arts programs is down at some other U4 institutions and in many Arts, Humanities and Social Science programs across the country.

The Director of Enrolment Management would carry out further analysis to understand:

- ♦ why we had an above average number of incomplete applications;
- ♦ why we have above average number of eligible students that are not returning (232 in total for Fall 2014);
- ♦ why students are taking fewer courses/credits per semester; and
- ♦ why students are taking more courses/credits per semester at other institutions.

The analysis will involve:

- ♦ carrying out a survey of applicants who declined our offers to determine why they didn't register;
- ♦ carrying out Focus Groups with new students to understand why they chose to enroll at Bishop's;
- ♦ re-examining incomplete applications;
- ♦ reviewing recruitment strategies in each of our markets (Quebec, Ontario, Western Canada, Atlantic Canada, the U.S. and International);re-examining our predictive enrolment models; and
- ♦ re-examining our admissions and awards regulations and procedures.

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

Robert Hall, Chair of the Nominating Committee, asked for questions on the Report of the Nominating Committee, Document 2014-1-07, setting out recommendations for membership in the Board's Standing, Statutory and Ad Hoc Committees.

There being no questions, Jane Brydges moved approval of the recommendations as set out in Appendices I to III to Document 2014-1-07, and Cathy McLean seconded the motion.

**The motion carried.**

**ITEM 8: REPORT OF THE GOVERNANCE AND ETHICS COMMITTEE**

Cathy McLean, Chair of the Governance and Ethics Committee, reported on consultations with Committee Chairs, senior staff and Internal Board members. These consultations had informed the 2014-15 calendar of business for the Governance and Ethics Committee:

- ♦ presentation on the legal responsibilities of Governors (June retreat, by Nadia Martel);
- ♦ development of an orientation session for new Board members and of resource materials for distribution to all Governors;
- ♦ development of a training plan for Governors.

**ITEM 9: REPORT OF THE AUDIT COMMITTEE ON THE 2013-14 FINANCIAL RESULTS**

Luce Samoissette, Chair of the Audit Committee, gave the Committee's report to the Board.

Interim Vice-Principal Finance and Administration Isabelle Goyette then presented the 2013-14 operating results and financial statements, as well as the 2014-15 forecast update.

*2013-14 Operating Results – Actual vs. Budget*

The actual operating results for 2013-14 were superior by \$43,000 to the break-even target set by the University. Total revenue was up by \$295,000 over total revenue budgeted. In light of our performance in 2013-14, we chose to bring forward some strategic expenses in order to take pressure off of future operating budgets, with the result that total expenditures for 2013-14 were up by \$252,000 over total expenditures budgeted.  
*2013-14 Operating Results – Actual vs. Prior Year*

The final operating result for 2013-14 before GAAP was a small surplus of \$43,000 showing a net improvement of \$561,000 as compared to 2012-13. Total revenue increased by \$1,475,000 as compared to 2012-13, and total expenses increased by \$914,000.

*August 31<sup>st</sup> 2014 Year-to-Date Results and 2014-15 Forecast update*

The major variance to date from the 2014-15 budget was in full-time student enrolment, which fell short of the 2450 budget target. The University had adjusted its projections for the year to take into account the revenue shortfall in the MESRS grant and academic fees as a consequence of the lower than expected enrolment.

*2014-15 Cash Flow Report*

The actual cash position of the University at August 31<sup>st</sup> 2014 was bank indebtedness of \$17.3 million. This indebtedness consisted of \$21 million in Banker's Acceptances (interest rate of 1.23% and stamping fee of 0.3%), with a positive bank balance accounting for the difference.

*Approval of 2013-14 audited financial statements*

Isabelle Goyette then introduced representative of University auditors Raymond Chabot Grant Thornton, Chantal Lessard, and asked her to give her report.

Ms Lessard noted that the University's auditors had issued an unqualified audit opinion for the fiscal year ending April 30<sup>th</sup> 2014, and reviewed the highlights of the external financial statement.

RESOLUTION 2014-1-01  
APPROVING THE AUDITED FINANCIAL STATEMENTS  
OF BISHOP'S UNIVERSITY  
FOR THE FISCAL YEAR ENDING APRIL 30<sup>TH</sup>, 2014

WHEREAS the Audit Committee met on September 17<sup>th</sup> 2014 with members of the University administration and with the Auditors to review the draft audited financial statements for the Fiscal Year ending April 30<sup>th</sup> 2014;

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

WHEREAS the Audit Committee recommended the approval of the audited financial statements for the Fiscal Year ending April 30<sup>th</sup> 2014;

AND WHEREAS the Audit Committee recommended the authorization of the net inter-fund transfer of \$3,750,715 included in the financial statements;

BE IT RESOLVED THAT the Board of Governors approves the audited financial statements for the year ended April 30<sup>th</sup> 2014.

AND BE IT FURTHER RESOLVED THAT the net inter-fund transfer of \$3,750,715 included in the financial statements is authorized, as per the requirements of section 2.1 of the *Cahier des définitions* of the *ministère de l'Éducation supérieure, de la Recherche et de la Science*.

Moved by: James Sweeny

Seconded by: Luce Samoisette

**The motion carried.**

RESOLUTION 2014-1-02  
REAPPOINTING RAYMOND CHABOT GRANT THORNTON AS  
UNIVERSITY AUDITORS FOR THE 2014-15 FISCAL YEAR

WHEREAS the Audit Committee recommends that the Board of Governors reappoint Raymond Chabot Grant Thornton as University auditors for the year ending April 30<sup>th</sup> 2015, in accordance with the mandate outlined in the 2011 call for tender for audit services.

AND WHEREAS the Audit Committee further recommends that Isabelle Goyette, Interim Vice-Principal Finance, be authorized to sign any and all documents relating to this contract.

BE IT RESOLVED that the Board of Governors reappoints Raymond Chabot Grant Thornton as University auditors for the fiscal year ending on April 30<sup>th</sup>, 2015, in accordance with the mandate outlined in the 2011 call for tender, and that Isabelle Goyette is authorised to sign any and all documents relating to this contract.

Moved by: Stephen Lloyd

Seconded by: Michel Marleau

**The motion carried.**

**ITEM 10: REPORT OF THE V.P. FINANCE ON THE 2014-15 FORECAST**



See Item 9.

**ITEM 11: PLAN DE REDRESSEMENT**

The Principal spoke to document 2014-1-11 distributed to Governors at the meeting. Bishop's had succeeded in balancing its budget in 2013-14 for the first time in a number of years. Moreover, the University had achieved a balanced budget without having recourse to the *bascule* and without compromising our commitment to apply Canada Games revenues to the maintenance of our residences.

We dealt with a series of budget cuts beginning in the fall of 2012 by, among other measures, increasing enrolment and postponing spending in areas such as Information Technologies and the Library. We will not be able to continue to balance our budget using these means, and we face additional cuts in 2015-16. We have no choice but to develop a financial recovery plan (*plan de redressement*) for 2014-15.

We have a revenue problem, caused in significant part by the share of Quebec funding for small universities that we receive. We will examine whether or not Bishop's receives a fair charge of the funding provided to small universities.

We will build a strong case before going further in our negotiations for additional funding with the government. We will:

1. produce transparent and clear data with the help of the Finance Committee;
2. update enrolment forecasts and refine our recruitment strategy;
3. advance our program analysis process to ensure that we have the data required to allow the appropriate decision-makers to allocate resources effectively in support of our academic mission;
4. use objective measures to determine whether we are deploying resources effectively;
5. review administrative and ancillary operations to ensure they are as efficient as possible.

The Board decided to add an in-person meeting on December 5<sup>th</sup> to deal with the *plan de redressement*.

**ITEM 12: ALCOHOL PERMITS AND ALCOHOL USE ON CAMPUS**

RESOLUTION 2014-1-03

TO DESIGNATE THE REPRESENTATIVE REQUIRED

FOR LA RÉGIE DES ALCOOLS, DES COURSES ET DES JEUX DU QUÉBEC

Whereas Hélène St-Amand, former Vice-Principal, Finance and Administration, was the designated person responsible for alcohol permits and alcohol use on campus and the designated representative of the University to the *Régie des alcools, des courses et des jeux du Québec* for all matters concerning alcohol use at Bishop's University.

Whereas Hélène St-Amand is no longer employed at Bishop's University;

It is resolved that Deborah Langford, Director of Residence and Conference Services, is authorized to act on behalf of Bishop's University in all matters of liquor licences and bar permits with respect to *La régie des alcools, des courses et des jeux du Québec*, until such time as this resolution is repealed.

This motion repeals all previous resolutions with respect to *La régie des alcools, des courses et des jeux du Québec*.

Moved by: Nadia Martel

Seconded by: Alexander Roy

**The motion carried.**

**ITEM 13: REPORT OF THE COMMITTEE ON LIFE AT THE UNIVERSITY**

Alexander Roy, President of the Students' Representative Council (SRC) and Chair of committee on Life at the University (CLU) spoke first to Document 2014-1-13, the Report of the Committee on Life at the University.

*Sexual assault and the Code of conduct*

A new webpage has been developed as a resource for students in regard to sexual assault. The page provides a voice of support, statistics, emergency resources, links to both internal and external support resources, an outline of Canadian law regarding sexual assault, and a Frequently Asked Questions.

Work on the integration of a sexual assault policy into the Code of Student Conduct is in progress.

*Exam venue*

Though the SRC was working to move exams away from the Gait in order to take advantage of business opportunities, the SportsPlex was not expected to be ready to host exams during the current academic year.

*Centennial Theatre and Foreman Art Gallery*

The CLU had decided to maintain its decision to reduce transfers from the Student Services Budget to Centennial Theatre and the Foreman Art Gallery by 50% for 2014-15 and to completely eliminate them in 2015/16. Students do not perceive the funding of Creative Arts to be a Student Service, and the CLU had decided that the funding should no longer come out of the Student Services budget.

*Orientation Week 2014*


Alexander Roy spoke to Document 2014-1-13i, the Report on Orientation Week 2014.

During the course of discussion, new legal restrictions on the activities that student marshals can carry out were raised. Governors suggested that efforts be made to exempt student activities from these restrictions.

**AGENDA ITEM 14: OTHER BUSINESS**

Stephen Lloyd asked about the possibility of providing disability insurance to athletes. The Principal had raised this matter at a meeting of Canadian Interuniversity Sport, since any solution must involve all universities. There is currently no insurance available for the coverage in question.

There being no further business, the Board of Governors moved into closed session at 6:01 p.m.



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Robert Hall, Chair



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Victoria Meikle, Secretary