

MAY 1, 2020
MINUTES
TELECONFERENCE

- Chair:* Robert Hall
- Present:* Jane Brydges, Kent Carson, Pierre Cossette, Michael Goldbloom, Marilyn Hardy, Brian Levitt, Charlene Marion, Michel Marleau, Heather McKeen-Edwards, Cathy McLean, Daniel Miller, Scott Stoddard, Calin Valsan, Tova White
- Regrets:* Abel Bosum
- Guests:* Enzo Evangelisti
- Senior Administration:* Nick Andrews, Reena Atanasiadis, Marie-Josée Dufour, Isabelle Goyette, Claire Grogan, Corinne Haigh, Denise Lauzière, Stine Linden-Andersen, Jacqueline Scott, Miles Turnbull
- Secretary:* Trygve Ugland

ITEM 1: CHAIR'S WELCOME

The Chair called the meeting to order at 3:03 p.m.

ITEM 2: APPROVAL OF AGENDA

The agenda was unanimously approved as presented.

ITEM 3: APPROVAL OF MINUTES OF THE MARCH 2020 MEETINGS

The minutes of the March 17, 2020 and March 27, 2020 meetings were unanimously approved as presented.

Motion carried.

ITEM 4: BUSINESS ARISING

There was no business arising from prior meetings.

ITEM 5: PRINCIPAL'S REPORT

The Principal stated that the Chair of the Board had asked him if in the midst of the challenges of responding to the COVID-19 pandemic there were any potentially positive developments.

The Principal mentioned the virtual open houses for prospective students which had been organized by the recruitment department. They were attended by students from around the world with distinct sessions tailored for specific groups e.g. Education or science students, francophones, graduate or international students. He said that virtual open houses would continue even after we are able to return to on campus events.

Another positive development has been that colleagues in the Maple League universities have been reaching out to each other on their own initiative for guidance, support and to share best practices. It is very encouraging to see that what began as a top-down initiative has been adopted by faculty and managers throughout the four institutions.

ITEM 8: REPORT OF THE FINANCE COMMITTEE

The Chair of the Finance Committee, Mr. Michel Marleau, stated that the Committee supported the University's proposal to present a budget that did not include the potential impact of COVID-19.

Mr. Marleau invited Vice-Principal Finance and Administration Isabelle Goyette to present an update on the 2019-20 Cash Flow, and drafts of the 2020-21 Operating Budget, the 2020-21 Cash Flow Budget and line of credit, the 2020-21 Compulsory student fees (FIOs) and the results of the International Tuition Elasticity Study.

Ms. Goyette said that University should be able to balance the 2019-20 Budget despite the approximately \$800K the University will refund to students for unused rent and meal plans. The University will use the \$700K Contingency Fund set aside at the beginning of the year.

Ms. Goyette said that the proposed 2020-21 Budget, which does not include provisions for COVID-19, is the fourth consecutive balanced budget presented to the Board. The proposed budget supports the 2019-24 Strategic Framework priorities, the continued funding for 2019-20 priorities (including Strategic Innovation Hires, support for Athletics, and investment in Capital Infrastructure) as well as funding for new priorities in 2020-21:

- additional support for international students;
- increased funding for graduate students;
- increased funding to support student retention; and
- new resources to support sustainable development initiatives.

Ms. Goyette detailed the main assumptions for income and expenses and opened the floor to questions.

Ms. Cathy McLean asked how other Quebec universities are presenting their 2020-21 operating budgets. Mr. Pierre Cossette, recteur of the Université de Sherbrooke, said that the *Ministère de l'Éducation et de l'Enseignement Supérieur* had asked universities to present 2020-21 budgets which do not consider the impact of the COVID-19 pandemic.

A motion to approve the 2020-21 Operating Budget, which is a balanced budget of \$64.6M of revenue and expenses (5.1% increase vs. prior year) without considering the potential impact of the COVID-19 pandemic, was proposed.

RESOLUTION 2019-9-01
FOR THE APPROVAL OF THE 2020-21 OPERATING BUDGET

WHEREAS the University's Statutes require approval by the Board of Governors of the annual operating budget;

WHEREAS the University expects to present a balanced Operating Budget for the 2020-21 fiscal year which has been incorporated in the cash flow projections (this excludes the impact of the COVID-19 pandemic);

AND WHEREAS the Finance Committee has reviewed and discussed the 2020-21 Operating Budget;

BE IT RESOLVED THAT the Board of Governors approves the 2020-21 Operating Budget as presented by the Vice-Principal Finance and Administration and set out in the 2020-21 Budget presentation.

Moved by: Pierre Cossette

Seconded by: Cathy McLean

Motion carried.

The 2020-21 cash flow and proposed line of credit were presented without considering the potential impact of COVID-19.

RESOLUTION 2019-9-02
FOR THE APPROVAL OF THE 2020-21 LINE OF CREDIT

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

WHEREAS the University is subject to the Financial Administration Act;

WHEREAS the current authorized line of credit for 2019-20 is \$30.1M with the Royal Bank of Canada;

WHEREAS the University expects to present a balanced Operating Budget for the 2020-21 fiscal year which has been incorporated in the cash flow projections (this excludes the impact of the COVID-19 pandemic);

WHEREAS the Finance Committee has reviewed and discussed the 2020-21 Cash Flow Budget excluding the impact of the COVID-19 pandemic;

AND WHEREAS the University has provided a Cash Flow Budget illustrating that its financial needs will range from approximately \$9.3M to \$36.4M between June 1, 2020 and May 31, 2021 excluding the impact of the COVID-19 pandemic;

BE IT RESOLVED THAT the Board of Governors authorizes the University to borrow up to \$36.4M from RBC for its operations and the bridge financing of capital expenditures for the 2020-21 fiscal year (this excludes the impact of the COVID-19 pandemic);

AND BE IT FURTHER RESOLVED THAT the Board also authorizes Michael Goldbloom, Principal and Vice-Chancellor, and Isabelle Goyette, Vice-Principal Finance and Administration, to co-sign any and all documents required to complete this transaction.

Moved by: Jane Brydges

Seconded by: Tova White

Motion carried.

The 2020-21 compulsory student fees were presented and the following resolution was proposed.

RESOLUTION 2019-9-03

FOR THE APPROVAL OF THE 2020-21 COMPULSORY STUDENT FEES (FIOs)

WHEREAS the Board of Governors is required by the *Ministère de l'Éducation et de l'Enseignement Supérieur* (MEES) to approve the Compulsory Student Fee (FIO) list;

WHEREAS the University's proposes fee increases do not exceed the 3.1% ceiling set by the MEES;

AND WHEREAS the Finance Committee has reviewed and discussed the 2020-21 FIO list,

BE IT RESOLVED THAT the Board of Governors approves the increases and the resulting listing of FIOs for 2020-21 that can be found at the end of this report.

Moved by: Marilyn Hardy
Seconded by: Michel Marleau
Motion carried.

International Student Tuition

Last year the University commissioned a study that recommended international student tuition be set by cohort (same tuition fees for the duration of the degree for all international students starting their studies at the same time) and that the tuition be the same across all programs (to facilitate movement between programs). The study recommended that the University offer scholarships to encourage acceptance of the new rates. Starting in Fall 2020, international students will pay \$24.5K tuition per semester.

ITEM 6: COVID-19 UPDATE

The Principal began with a quote from a speech made by Winston Churchill in 1942:

This is not the end.

It is not even the beginning of the end.

But it is, perhaps, the end of the beginning.

The University's two priorities from the outset were to:

- protect the health of our community; and
- allow our students to complete the winter academic semester on time.

Convocation 2020 has been postponed to August 29, 2020 and, given the current uncertainty surrounding COVID-19 measures, the August 2020 Convocation will likely be a virtual event. The University is planning to invite the 2020 graduates to return to campus next Spring for the second phase of the 2020 Convocation.

Mr. Brian Levitt left the meeting at 3:55 p.m.

The Principal invited the Dean of Student Affairs, Dr. Stine Linden-Andersen, to speak.

As of May 1st 2020, only twelve international students remained in residence. These students were moved into Paterson where they have their own cooking facilities. This has allowed the University to close the Dewhurst cafeteria.

Throughout the pandemic, Student Services have continued to support students, either over the telephone or by internet. The University and the Foundation have established a COVID-19 student relief fund and by May 1st 2020, 324 applications for support had been received.

The University is collaborating with the Université de Sherbrooke to develop a common approach for the residences in the fall.

The Principal invited the Vice-Principal Academic and Research, Dr. Miles Turnbull, to speak to the COVID-19 Contingency Working Group's progress. Dr. Turnbull presented the three scenarios for the delivery of the Fall 2020 semester: online the entire semester, online and transition back to in-person when public health authorities permit or a hybrid of both in-person and online as well as the resources required and some pros and cons for each scenario.

The Principal invited the Vice-Principal Finance and Administration, Ms. Isabelle Goyette, to speak to the potential financial impact of each scenario. Ms. Goyette said that the COVID-19 pandemic will affect the University's financial health for 2020-21 and the following years. Ms. Goyette presented the financial impact of each scenario with a best-case and worst-case estimate and said that due to the many uncertainties and the continuously evolving situation, the margin of error of these estimates is quite significant.

Ms. Goyette said that the hybrid model had the lowest financial risk when comparing best-case scenarios. The online-only and hybrid models had very similar financial risks when comparing worst-case scenarios.

The University has put in place measures to mitigate or reduce the financial risks: by postponing spending where possible; by proceeding only with high priority hiring or replacement of employees; and by terminating casual contracts where the ancillary activity cannot take place.

The Chair thanked the presenters for the COVID-19 update.

ITEM 7: ACADEMIC REPORT

The Vice-Principal Academic and Research, Dr. Miles Turnbull, said that the efforts of Senate, faculty, students, management and staff contributed to the successful completion of the Winter 2020 session.

The preferred candidate for the Innovation Hire in Musical Theatre declined the University's offer and the Appointments Committee has deemed that the search failed.

Dr. Turnbull provided an update of the Fall 2020 enrolment numbers as compared to mid-April last year. The number of undergraduate applications and 'Will Attends' are lower this year as compared to last year. However, the Admissions team has increased the number of offers over the same period as last year to secure candidates. The June 1st deadline for accepting an offer will be extended in order to accommodate students who have not made their decision yet.

The number of graduate applications and 'Will Attends' is down this year as compared to the same period last year. The disciplines with higher percentages of international students are the hardest hit.

Dr. Turnbull spoke of the highlights in research that had occurred since the Board meeting in March, including: the launching of Treetrac, Citizen science and tree phrenology, by Dr. Elisabeth Levac; the expansion of Dr. Jade Savage's eTick program; Bishop's researchers' contributions to the design of innovative ventilators to help with the COVID-19 response; among others.

The Acfas Conference which was scheduled to be co-hosted by the Université de Sherbrooke and Bishop's at the beginning of May 2020 had to be cancelled due to the pandemic. In April 2020, the organizers announced that the 2021 conference will be held in Sherbrooke and co-hosted by the Université de Sherbrooke and Bishop's.

ITEM 9: ACADEMIC ADMINISTRATIVE STRUCTURES COMMITTEE

Principal Michael Goldbloom proposed that an Academic Administrative Structures Committee be struck to consider administrative options to ensure that we attain the University's strategic objectives. One suggestion was that the position of Associate Vice-Principal Academic be created and that there be a distinct Dean of Arts and Dean of Science.

RESOLUTION 2019-9-04
FOR THE ESTABLISHMENT OF AN
ACADEMIC ADMINISTRATIVE STRUCTURES COMMITTEE

WHEREAS in May 1990, the Corporation and the APBU signed a Letter of Intent (LOFI #4) stating that any review, alteration or modification of the academic administrative structures of the University must be submitted to "a committee before the alteration or modification takes effect";

WHEREAS LOFI #4 also states that an Academic Administrative Structures Committee is to be composed of eight people with the Board of Governors naming four members and the other four people being members of the bargaining unit.

WHEREAS LOFI #4 states that two members are to be named by the Association of Professors of Bishop's University (APBU), and in the past, the two other members of the bargaining unit have been named by Faculty Council;

WHEREAS the Principal has recommended the establishment of a Committee to review and propose modifications to the academic administrative structures of the University;

AND WHEREAS the Principal intends to invite the APBU and the Faculty Council to name two members each to serve on the Academic Administrative Structures Committee;

BE IT RESOLVED that the Board of Governors approves the establishment of an Academic Administrative Structures Committee to review and propose modifications to the academic administrative structures of the University;

AND MAY IT BE FURTHER RESOLVED that the Board of Governors' representatives on the Academic Administrative Structures Committee be Michael Goldbloom, Miles Turnbull, Trygve Ugland and Tova White.

Moved by: Scott Stoddard
Seconded by: Michel Marleau

Motion carried.

ITEM 10: AD HOC COMMITTEE FOR THE RENOVATION OF THE STUDENT CENTRE

The Chair of the Committee, Mr. Kent Carson, presented an update of the Student Centre renovation. Construction work has been delayed by approximately two months due to the COVID-19 closure of construction sites deemed 'non-essential'. The contractors should resume work during the week of May 4th.

Mr. Carson said that several of the risks had been set to 'High' as there is so much uncertainty surrounding the pandemic and government mitigation actions.

ITEM 11: MOTION TO AMEND THE STATUTES OF BISHOP'S UNIVERSITY

The Secretary General, Dr. Trygve Ugland detailed the steps he has taken since the Governance and Ethics Committee requested that he undertake the process of reviewing the Statutes. The proposed changes relate to four issues: Bishop's Council, Senate Composition, terms of the Chair of the Board of Governors, and Board Committees.

Section 12 of Division I of the Statutes of Bishop's University provides that the Statutes may be amended only by resolution of the Board of Governors at a meeting duly called for that purpose. In order for a meeting to be duly called for the purpose of amending the Statutes, written notice of motion incorporating the text of proposed amendments must be submitted to each member of the Board at least 60 days prior to the meeting.

Any amendment of Divisions I and V of the Statutes requires the affirmative vote of at least two thirds (2/3) of the members of the Board of Governors then in office.

At the February 14, 2020, Board meeting the Notice of Motion and the proposed changes to the Statutes were presented. Governors were invited to send feedback to the Secretary General. Dr. Ugland reported that he had only received positive comments and no requests for substantive changes.

RESOLUTION 2019-9-05
FOR THE AMENDMENT OF
THE STATUTES OF BISHOP'S UNIVERSITY

WHEREAS the Statutes of Bishop's University provide in section 12 of Division I that the Statutes may be amended only by resolution of the Board of Governors at a meeting duly called for that purpose;

WHEREAS the Secretary General submitted written notice of motion incorporating the text of proposed amendments to the Board on February 14th 2020;

AND WHEREAS the Secretary General consulted with the Bishop's community;

BE IT RESOLVED THAT the Board of Governors approves the amendments to the Statutes of Bishop's University as indicated in Appendix I of Document 2019-9-11.

Moved by: Cathy McLean

Seconded by: Daniel Miller

Motion carried.

ITEM 12: MTQ – NEW TRAFFIC LIGHT

The General Counsel, M^e Marie-Josée Dufour, said that since 2016, the Students Representative's Council, supported by the University, has been lobbying the *Ministère de Transports* (MTQ) for a safer crosswalk on College street.

RESOLUTION 2019-9-06
APPROVING A SERVITUDE FOR TRAFFIC LIGHTS AND
THE DESIGNATION OF SIGNING AUTHORITY

WHEREAS the University has been approached by the *Ministère des Transports du Québec* to grant a servitude of 13 m² from lot 2 446 113 required for the installation and maintenance of a traffic light;

WHEREAS the *Ministère des Transports du Québec* requires a resolution appointing a representative to act on behalf of the University;

AND WHEREAS the University's Signing Authority Policy requires that real estate transactions be approved by the Board of Governors;

BE IT RESOLVED THAT the Board of Governors authorizes the University to grant the *Ministère des Transports du Québec* the servitude requested;

AND BE IT FURTHER RESOLVED THAT Isabelle Goyette, Vice-Principal Finance and Administration, or Marie-Josée Dufour, General Counsel are authorized to sign the necessary paperwork with the *Ministère des Transports du Québec* to complete the servitude and the notarized act of servitude.

Moved by: Kent Carson

Seconded by: Heather McKeen-Edwards

Motion carried.

ITEM 13: REPORT OF THE SRC PRESIDENT

The President of the Students' Representative Council (SRC), Ms. Marilyn Hardy introduced the 2020-21 President of the SRC, Mr. Enzo Evangelisti. Ms. Hardy congratulated Vice-Principal Academic and Research, Dr. Miles Turnbull, Dean of the Williams School of Business, Ms. Reena Atanasiadis, Ms. Charlene Marion, and the entire Williams School of Business for winning awards at the recent SRC awards night.

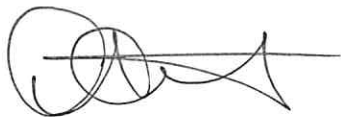
Ms. Hardy asked the incoming SRC President to speak to the Board. Mr. Evangelisti said that he is in his second year of a Bachelor of Arts in Applied Psychology and that he is looking forward to working with the Board during these challenging times.

The Chair thanked Ms. Hardy for her enthusiasm and hard work.

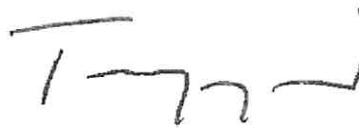
ITEM 14: OTHER BUSINESS

There was no other business.

Open session ended at 5:28 p.m.



Robert Hall, Chair



Trygve Ugland, Secretary