



OCTOBER 7TH 2022
MINUTES
VIDEOCONFERENCE

- Chair:** Michael Goldbloom, Junior Sirivar
- Present:** Jane Brydges, Mark Caduc, Kent Carson, Pierre Cossette, Daniel Fournier, Michael Goldbloom, Murielle Lortie, Michel Marleau, Heather McKeen-Edwards, Samia Mihoub, Suzie O'Bomsawin, Jessica Riddell, Camilla Rizzi, Calin Valsan, Tova White
- Regrets:** Abel Bosum, Robert Hall
- Senior Administration:** Nick Andrews, Reena Atanasiadis, Julie Desjardins, Isabelle Goyette, Claire Grogan, Kerry Hull, Stine Linden-Andersen, Jacqueline Scott, Andrew Webster
- Guest:** Chantal Lessard (RCGT)
- Secretary:** Denise Lauzière

ITEM 1: CHAIR'S WELCOME

Chair Robert Hall sent his regrets and Vice-Chair Junior Sirivar advised the Board that he would be late. Principal Michael Goldbloom called the meeting to order at 3:02 p.m.

ITEM 2: APPROVAL OF AGENDA

The agenda was approved as presented.

Moved by: Kent Carson

Seconded by: Murielle Lortie

Motion carried.

ITEM 3: APPROVAL OF MINUTES

The minutes of the June 10, 2022 meeting were approved as presented.

Moved by: Mark Caduc

Seconded by: Jane Brydges

Motion carried.

ITEM 4: BUSINESS ARISING

There was no business arising.

ITEM 5: PRINCIPAL'S REPORT

Principal Goldbloom highlighted the following aspects of his report:

- Government relations: Vice-Principal Finance and Administration Isabelle Goyette and I met with three of the candidates in the Saint-François riding for the provincial election to discuss the University's priorities, such as Kwigw8mna, the conversion of Norton into academic spaces and government funding of Bishop's relative to Quebec's other small universities.
- Orientation week: This year's Orientation Week was our best in recent memory. The Students' Representative Council did an outstanding job in welcoming our new students and helping them integrate. More of the activities were held on campus and there was a reduced focus on alcohol.
- Homecoming: Bishop's alumni returned to campus for a full slate of events organized by Athletics, the Students' Representative Council and the Advancement Office during the weekend of September 29 to October 1, 2022
- Bishop's Forum: The sixth edition of the Bishop's Forum, a civic leadership institute for young English-speaking Quebecers, was held on campus from August 12th through the 17th. With 65 registrants, this year's Forum had the highest number of participants to date and was the most diverse group of attendees we have welcomed. The Forum continues to be an important opportunity for English-speaking CEGEP and university students from across Quebec to come to Bishop's to meet with politicians, bureaucrats and community organizers.
- National Truth and Reconciliation Day: Bishop's marked Truth and Reconciliation Week from September 26th through the 30th. The Indigenous Student Support Centre partnered with other organizations in the *Pôle régional en enseignement supérieur de l'Estrie* (PRESE) – Champlain College, Université de Sherbrooke and Cégep de Sherbrooke – to bring awareness about the history of Canada's Indigenous communities.
- Forces Avenir Award: Dr. Jessica Riddell, is the first recipient of the Forces Avenir "*Personnel Engagé*" award

Mr. Michel Marleau said that he appreciated reading about the many activities and events detailed in the Principal's Report and he thanked the Principal for the time and effort put into its creation.

Vice-Principal Student Affairs Stine Linden-Andersen reported on the 2023 Maclean's rankings. Bishop's University was ranked fifth (in a tie with Acadia University) for Best Primarily Undergraduate Universities (last year Bishop's ranked twelfth). Dr. Linden-Andersen said that the student satisfaction survey results were not included in the 2023 Maclean's rankings.

ITEM 6: REPORT OF THE STUDENTS' REPRESENTATIVE COUNCIL PRESIDENT

The President of the Students' Representative Council (SRC), Ms. Camilla Rizzi, reported on several activities that the SRC had organized since June 2022:

- Orientation Week "Swimming with the Gaiters", which included:
 - Beach Day;
 - Can I Kiss You? (an interactive presentation which shares how-to skills for improving communication around sexual consent); and
 - Mechanical Bull rides.
- Homecoming Kick-off featuring a talk by alumnus Cameron Hughes;
- SRC annual budget and goals based on the SRC 2022-27 Strategic Plan;
- Orange Shirt Week – Permanent exhibit;
- National Day of Truth and Reconciliation.

Ms. Rizzi said that the SRC's main goal during Orientation Week was to share the SRC's culture of respectful interactions through fun and safe events on-campus. She thanked the Principal, the Vice-Principal Student Affairs, the Deans and the Department Chairs for their support.

ITEM 7: NOMINATING COMMITTEE

Principal Michael Goldbloom presented the Nominating Committee Report.

RESOLUTION 2022-01-01
APPOINTMENT OR REAPPOINTMENT OF THE MEMBERS OF THE
COMMITTEES OF THE BOARD OF GOVERNORS

WHEREAS s. 3.4 of Division I of the Statutes of Bishop's University provides that members of committees shall sit for a one-year term, which is renewable;

AND WHEREAS the Nominating Committee has proposed members for the Campus Landscape and Built Environment Development Committee, Finance and Audit Committee, Governance and Ethics Committee, Human Resources Committee, Committee on Life at the University, Information Resources Committee, the Sustainable Development Committee and the Ad-hoc Committees of the Board;

BE IT RESOLVED THAT the members of the Board Committees, as set out in Document 2022-01-07 – Appendix 2, be appointed or reappointed for a one-year term to end on October 15th 2023.

Moved by: Jessica Riddell
Seconded by: Michel Marleau

Motion carried.

ITEM 8: COVID-19 UPDATE

The Chair of the COVID-19 Task Force, Dr. Stine Linden-Andersen, had to absent herself briefly from the meeting. Interim Secretary General Denise Lauzière reported there were no active cases of COVID-19 among students.

Vice-Principal Academic and Research Andrew Webster, a member of the COVID-19 Task Force, reported that the Task Force would continue to meet regularly to provide an ongoing approach to operational management.

ITEM 9: ACADEMIC REPORT

Vice-Principal Academic and Research Andrew Webster presented the preliminary enrollment figures for Fall 2022 and compared them to enrollment targets as well as last year's enrollment at the same time in the semester.

Fall 2022 had the highest number of applications in the past five years and the rate of offers to applications is consistent with pre-pandemic levels. Overall registrations for undergraduate, graduate and incoming exchange students are all on target or over target. Dr. Webster said that delays in receiving study permits may impact the number of international students included in the final tally of Fall 2022 registered students.

ITEM 10: REPORT OF THE FINANCE AND AUDIT COMMITTEE

The Chair of the Finance and Audit Committee, Mr. Michel Marleau, reported that the Committee met on September 23, 2022 to review:

- i. a draft of the 2021-22 audited financial statements,
- ii. the Auditor's report,
- iii. the "*Système d'information financière des universités*" (SIFU),
- iv. the Budgetary Rule 5.11 governing the remuneration for senior management,
- v. the 2022-23 Forecast,
- vi. the declaration of conformity of the University's legal obligations, and
- vii. the procurement report to the Government.

2021-22 Audited Financial Statements

At the September 23rd meeting, the University's auditor, Raymond Chabot Grant Thornton (RCGT), presented its audit of the University's financial statements. RCGT provided a clean, unqualified audit opinion and stated that there were no unrecorded material variances.

Mr. Marleau advised Governors that Ms. Chantal Lessard, RCGT Lead Audit Engagement Partner, was participating virtually should Governors have questions for the auditors during the presentation.

Mr. Marleau invited Vice-Principal Finance and Administration Isabelle Goyette to present the 2021-22 financial statements and the SIFU.

2021-22 was the fifth consecutive year in which the University balanced its operating budget. The 2021-22 Preliminary Actual financial results respect the 2021-22 budget approved by the Board and submitted to the *Ministère de l'Enseignement supérieur* (MES).

Despite the negative impact of the COVID-19 pandemic on revenues, the University was able to preserve all full-time positions and to proceed with salary increases. The University also set aside capital reserves to renovate infrastructure that is not covered by the MES capital grant, such as the student residences.

An objective set by the Finance and Audit Committee is to reduce the accumulated deficit by \$700K each year. This objective was achieved in 2017-18 and in 2018-19, but not in 2019-20 and only partially in 2020-21 (\$473K). In 2021-22, the University was able to reduce its accumulated deficit by \$688K.

Ms. Goyette explained that the University is required to prepare two sets of financial results. The MES rules-compliant financial statements or "*Système d'information financière des universités*" (SIFU), are the ones used by the government for analysis and planning as well as to determine whether the University has balanced its operating budget for the release of the conditional grant. The University is also required to produce financial statements in compliance with Generally Accepted Accounting Principles (GAAP). Reconciliation between the SIFU and the GAAP compliant financial statements require the University to make interfund transfers.

The interfund transfers include capital reserves set aside for future renovation or construction projects that are not eligible for *Plan quinquennal des investissements universitaires* (PQI) funding such as the residences or other non-academic infrastructure. Ms. Goyette reported that in 2021-22, the University set aside \$1M for Kwigw8mna to bring the total capital reserve for the project to \$1.8M (\$842K was set aside in 2019-20).

RESOLUTION 2022-01-02
APPROVAL OF THE
2021-22 FINANCIAL STATEMENTS AND INTERFUND TRANSFERS

WHEREAS the Finance and Audit Committee of Bishop's University recommends approval of the audited financial statements for the year ended April 30, 2022, and further recommends approval of the list and amount of the interfund transfers presented in Document 2022-01-10v of \$9,794,301 as per the requirements of the *Ministère de l'Enseignement supérieur*,

BE IT RESOLVED THAT the Board of Governors approves the audited financial statements for the year ended April 30, 2022;

AND BE IT FURTHER RESOLVED THAT the list and the amount of the interfund transfers of \$9,794,301 is authorized, as per the requirements of the *Ministère de l'Enseignement supérieur*.

Moved by: Kent Carson
Seconded by: Pierre Cossette

Motion carried.

RESOLUTION 2021-01-03
APPROVAL OF THE 2021-22 SIFU

WHEREAS the *Ministère de l'Enseignement supérieur* requires that the Board of Governors approve the SIFU;

WHEREAS the Finance and Audit Committee of Bishop's University recommends approval of the "*Système d'information financière des universités*" for the year ended April 30, 2022;

AND WHEREAS the auditor (RCGT) performed the specified procedures as requested by the *Ministère de l'Enseignement supérieur*, with no deviation noted;

BE IT RESOLVED THAT the Board of Governors approves the 2021-22 "*Système d'information financière des universités*".

Moved by: Michel Marleau
Seconded by: Kent Carson

Motion carried.

Mr. Marleau said that 2021-22 was the first audit of the current contract with RCGT. He thanked Ms. Chantal Lessard and the RCGT team for their work with the University in the preparation of the financial audits.

Budgetary Rule 5.11

Budgetary rule 5.11 pertains to the conditions governing the remuneration of senior management personnel of universities.

RESOLUTION 2021-01-04
LETTER CONCERNING BUDGETARY RULE 5.11

WHEREAS the *Ministère de l'Enseignement supérieur* requires that the Board of Governors submit a letter confirming that the University complied with Budgetary Rule 5.11 governing the remuneration conditions for senior managers in 2021-22;

WHEREAS the University Auditors (RCGT) have performed the specified procedures as requested by the *Ministère de l'Enseignement supérieur* to validate compliance with Budgetary Rule 5.11;

AND WHEREAS the Finance and Audit Committee recommends that the Board of Governors authorizes Chair Robert Hall to sign on its behalf, a letter attesting that the University has complied with Budgetary Rule 5.11 for 2021-22;

BE IT RESOLVED THAT Board of Governors authorizes Chair Robert Hall to sign on its behalf, a letter attesting that the University has complied with Budgetary Rule 5.11 for 2021-22.

Moved by: Murielle Lortie

Seconded by: Heather McKeen-Edwards

Motion carried.

Mr. Michel Marleau reported on the major preoccupations of Canadian universities:

- Ensuring cybersecurity;
- Rising cost of insurance;
- Increased competition for international students; and
- Difficulties accessing travel documents for international students.

2022-23 Forecast

Vice-Principal Finance and Administration Isabelle Goyette reported that the University was on-track for reaching the Fall 2022 enrolment targets and said that the University's residences were operating at close to full capacity with only a few of the double room apartments being held for single use.

Annual Accountability Report - Procurement

As per Bishop's University's Policy Respecting the Awarding and Management of Contracts (Policy), the *dirigeante* (CEO) must report to the Board on policy enforcement matters and provide accountability reports pursuant to legislation.

Vice-Principal Finance and Administration Isabelle Goyette reported that for the period of April 1, 2021 to March 31, 2022 she held the CEO position and gave nine authorizations.

Conformity of the University's legal obligations

Vice-Principal Finance and Administration Isabelle Goyette reported that for the period of April 1, 2021 to March 31, 2022 she held the CEO position and gave nine authorizations.

ITEM 11: LONG-TERM BORROWING

Vice-Principal Finance and Administration Isabelle Goyette presented a long-term debt agreement for the Board's approval.

RESOLUTION 2022-01-05
LONG-TERM DEBT

WHEREAS Bishop's University has been authorized by the *Ministère de l'Enseignement supérieur* to borrow up to \$5,913,272 for the purpose of refinancing matured debts and financing capital expenditures under the PQI not yet funded by long-term borrowing;

AND WHEREAS the terms and conditions of the long-term borrowing are set out in the motion contained in the *RÉGIME D'EMPRUNTS À LONG TERME* (Document 2022-01-11ii);

BE IT RESOLVED THAT the Board of Governors approves the borrowing of \$5,913,272 in accordance with the terms set out in the *RÉGIME D'EMPRUNTS À LONG TERME*;

AND BE IT FURTHER RESOLVED THAT the Board of Governors authorizes two of the signing officers of Bishop's University (the Principal and Vice-Chancellor and the three Vice-Principals) to co-sign any and all documents required to complete this transaction, as outlined in paragraph 6 of the *RÉGIME D'EMPRUNTS À LONG TERME*.

Moved by: Murielle Lortie

Seconded by: Michel Marleau

Motion carried.

ITEM 12: REPORT OF THE INFORMATION RESOURCES COMMITTEE

The Chair of the Information Resources Committee, Mr. Kent Carson reported that the Committee met to review the 'Servers and Storage Refresh' project. Mr. Carson said that the University's current server and storage infrastructure is aging and that certain components are no longer supported by the manufacturer.

Mr. Michel Marleau asked if other Quebec universities had implemented Cloud solutions for data storage.

The Director of Information Technology Services, Mr. Mark Caduc, said that the *Université de Québec à Montréal* (UQAM) had agreed to be the first Quebec university to deploy the Cloud storage and that other universities would follow in the next few years.

Ms. Jane Brydges asked about the University's Digital Strategy for the Administration of Data.

Mr. Caduc said that the University is in the process of creating a Digital Strategy and that it would be shared with the Board.

RESOLUTION 2022-01-06
APPROVAL OF THE
SERVERS AND STORAGE REFRESH PROJECT AND
DELEGATION OF SIGNING AUTHORITY

WHEREAS the University has sufficient budget to cover the cost of this contract (capital reserve, plus current year operating budget approved by the Board of Governors);

WHEREAS the project and budget were reviewed by the Information Resources Committee which recommended its adoption;

WHEREAS Hewlett Packard Enterprise was the winning bidder of the Call for Tender for networking equipment (AP2021-B003) by the *Bureau de coopération interuniversitaire* (BCI), of which the University is a member;

AND WHEREAS the University's Signing Authority Policy requires approval by the Board of Governors for any contract obligating the University where the total amount involved exceeds \$500,000;

BE IT RESOLVED THAT the Board of Governors approves the contract with Hewlett Packard Enterprise to supply hardware, software and technical expertise for the Server and Storage Refresh Project;

AND BE IT FURTHER RESOLVED THAT the Board of Governors authorizes two of the signing officers of Bishop's University (the Principal and Vice-Chancellor and any Vice-Principal) to co-sign this contract.

Moved by: Kent Carson
Seconded by: Jane Brydges
Motion carried.

ITEM 13: GOVERNANCE AND ETHICS – CONFLICT OF INTEREST FORMS

The Chair of the Governance and Ethics Committee, Ms. Tova White, reminded Governors to complete their 2022-23 Disclosure of Conflict of Interest forms and to send them to the Secretary General.

ITEM 14: MAPLE LEAGUE UNIVERSITIES

Principal Goldbloom reported that the Presidents of the four Maple League Universities (Acadia University, Bishop's University, Mount Allison University and St. Francis Xavier University) have decided to implement a new governance structure. He said that under Dr. Jessica Riddell's leadership the collaboration between the institutions' senior administration has increased significantly.

Dr. Jessica Riddell, Executive Director of the Maple League, said that the next phase for the Maple League included the following priorities:

- Transfer operational leadership from the Maple League Presidents Council to a Governing Board composed of the Vice-Presidents Academic/Provosts of the four institutions;
- Continue the Presidents Council as an advisory council and as a community of practice for the Presidents;
- Establish a Finance and Operations Committee to oversee the operational and logistics aspects of the Maple League;
- Extend funding from 2023 to 2028 at the current level; and
- Initiate in the fall a search process for a new Executive Director, to be overseen by the newly formed Governing Board.

The SRC President Camilla Rizzi said that she and other SRC executives had benefitted from conversations with the student unions of the other Maple League universities.

ITEM 15: POLICY FOR THE PREVENTION OF SEXUAL VIOLENCE

Interim Secretary General Denise Lauzière reported that the Quebec Government passed an amendment to *Bill 151, An Act to Prevent and Fight Sexual Violence in Higher Education Institutions* that must be included in each university's Policy for the Prevention of Sexual Violence.

RESOLUTION 2022-01-07
FOR THE APPROVAL OF A REVISED
POLICY FOR THE PREVENTION OF SEXUAL VIOLENCE

WHEREAS the Quebec Government requires the University's Policy for the Prevention of Sexual Violence be amended to include the following section:

10.3 Right to be informed

Pursuant to the Act to Prevent and Fight Sexual Violence in Higher Education Institutions, at the request of the person who filed the complaint, the educational institution shall provide the person with information regarding the outcome of the complaint, whether or not a sanction was imposed, and the details and terms of the sanction, if any

BE IT RESOLVED THAT the Policy for the Prevention of Sexual Violence is amended accordingly.

Moved by: Kent Carson

Seconded by: Tova White

Motion carried.

ITEM 16: ACADEMIC ADMINISTRATIVE STRUCTURES COMMITTEE

Interim Secretary General Denise Lauzière reported that in June 2020, the Board of Governors approved the creation of the positions of an Associate Vice-Principal Academic and distinct positions of a Dean of Arts and a Dean of Science for a three-year term to be reviewed after two years.

RESOLUTION 2022-01-08
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 conduct a review of the modifications made to the academic administrative structures of the University implemented in June 2020;

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 the academic administrative structures of the University which were implemented in June 2020;

AND MAY IT BE FURTHER RESOLVED that the Board of Governors’ representatives on the Academic Administrative Structures Committee be Andrew Webster, Stine Linden-Andersen, Claire Grogan and an Academic Dean.

Moved by: Pierre Cossette

Seconded by: Jane Brydges

Motion carried.

Vice-Chair Junior Sirivar joined the meeting at 4:45 p.m.

ITEM 17: AD HOC REVIEW COMMITTEE FOR THE UNIVERSITY LIBRARIAN

Interim Secretary General Denise Lauzière reported that University Librarian, Ms. Catherine Lavalée-Welch was appointed to the position for a five-year term effective October 8, 2018.

The Statutes of the University state that the appointment is renewable once, subject to a review process under the terms of Division V, Section 6. Section 6.2 provides that if the incumbent wishes to continue in the position, a review will be carried out during the final semester of the penultimate year of their term. If the incumbent does not wish to continue, the review committee is converted into a search committee.

Ms. Lavalée-Welch has expressed interest in seeking renewal for a second term.

RESOLUTION 2022-01-09
FOR THE ESTABLISHMENT OF AN AD HOC REVIEW COMMITTEE
FOR A UNIVERSITY LIBRARIAN

WHEREAS the Principal and Vice-Chancellor recommends the establishment of an Ad Hoc Review Committee for a University Librarian in accordance with Division V of the Statutes of Bishop's University;

BE IT RESOLVED THAT an Ad Hoc Committee is established with the mandate and composition set out in Appendix I to this document;

AND BE IT FURTHER RESOLVED THAT the Secretary General be instructed to invite the groups mandated by the Statutes to appoint members to the Ad Hoc Review Committee for a University Librarian.

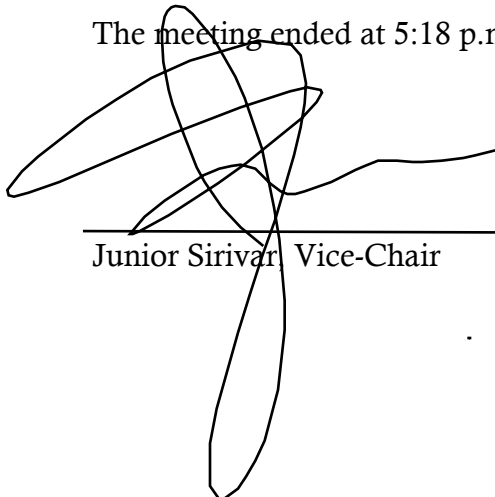
Moved by: Kent Carson
Seconded by: Junior Sirivar

Motion carried.

The open session ended at 4:52 p.m.

Vice-Chair Junior Sirivar assumed the Chair.

The meeting ended at 5:18 p.m.



Junior Sirivar Vice-Chair



Denise Lauzière, Secretary