

Item: Board of Governors Minutes, February 2007  
Call Number: UA-1

Additional Notes:

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## BOARD OF GOVERNORS

### Minutes of the Meeting held on Tuesday, February 20, 2007 (Open Session) University Hall, Macdonald Building

**MEMBERS PRESENT:** Cathy MacNutt (Acting Chair), Jay Abbass, Jamie Baillie, Elizabeth Beale, William Black, Robert Chisholm, Dan Clark, Lorne Clarke, Ezra Edelstein, Mo El-Hawary, Richard Evans, Lynn Irving, Nancy MacCready-Williams, Natalie MacLean, Robert Radchuck, Alasdair Sinclair, Chris Smith, Bruce Towler, Tom Traves, Jim Wilson, and Susan Brousseau (Acting University Secretary)

**REGRETS:** James S. Cowan, David Craig, Richard Goldbloom, Sunny Marche, Don Mills, Jim Spatz,

**NON-MEMBERS:** Carl Breckenridge, Ken Burt, Rita Caldwell, Floyd Dykeman, Karen Kwan, Jeff Lamb, Larry Maloney, Wade Mills, Ian Nason, Bonnie Neuman, Alan Shaver, Keith Taylor, Tom Vinci, Susan Zinck

#### 1. Approval of the Agenda

Moved by B. Towler, seconded by J. Wilson:

**THAT the agenda be approved as distributed.**

**The motion was CARRIED.**

#### 2. Approval of the Minutes of the Meeting held on November 28, 2006

Moved by R. Radchuck, seconded by R. Evans:

**THAT the minutes of the meeting held on November 28, 2006 meeting be approved as distributed.**

**The motion was CARRIED.**

#### 3. Chair's Report

Board Chair James Cowan was unable to attend the Board of Governors meeting. Vice-Chair Cathy MacNutt served as Acting Chair for this meeting.

#### 4. President's Report

A written President's Report was included in the agenda package. T. Traves reported that discussions with the provincial government on the third year of the Memorandum of Understanding between the universities and the Province will begin later this week. He will be one of three university presidents participating in the discussions. Student groups have also been invited to participate and Ezra Edelstein, Current DSU President, and Jen Bond (law student and former DSU Executive member) will be two of the student representatives. He noted that current signs are positive and there is speculation that the government will propose increases to university operating grants with the hope that the universities will decrease tuition rates. The Budget Advisory Committee has acted on this assumption in preparing its most recent discussion paper.

T. Traves reported on two items of good news related to the Canadian Foundation for Innovation (CFI) and its support for projects at Dalhousie. First, the approval of a \$5.5 million grant to the Brain Repair Centre, and a matching grant from the Nova Scotia Research and Innovation Trust Fund, will complete the funding necessary to construct the interior portion of the proposed Life Sciences Research Institute. Further funding of \$21 million is required to build the exterior shell. Secondly, an award of \$35 million from another CFI program will support Dalhousie's Ocean Tracking Network initiative. This is a very significant development that will be extremely valuable to Dalhousie in terms of enhancing its reputation as a research intensive institution generally and as a world leader in ocean research specifically. The announcement of this award has received wide media attention locally and internationally.

T. Traves also reported that there will be a modest change in the administration of Board activities with a planned merger of the University Secretary Office with the Senate Office operations, effective July 1, 2007. The University Secretary will become the director of the newly created University Secretariat and will be responsible for the administration of both bodies. The Director will report to the Chair of the Board and the Chair of Senate respectively for Board and Senate matters, and to the President for administrative purposes.

## **5. Dalhousie Student Union President's Report**

A written DSU President's Report was distributed at the meeting. E. Edelstein reported that the DSU annual meeting will be held on February 28<sup>th</sup>, at which time a report from the Governance and Structure Committee will be considered. The report proposes the creation of a Board to oversee the operational side of the Union which would add a level of accountability and a more open decision-making process.

In response to a question about how student representatives were chosen to participate in the MOU negotiations, he noted that ANSSA (which represents about 75% of university students in Nova Scotia), held an election to select its two representatives (he and Jen Bond). He did not know if CFS held an election to select its student representative.

## **Items for Decision**

### **6.1 Facilities Renewal Budget Approval Process**

T. Traves introduced this item in the absence of J. Spatz, Chair of the Operations Committee. He referred to the background materials in the agenda package and noted that the proposed resolution fundamentally would allow the University to do two things: consolidate four separate facilities renewal budget lines into one line (although these would continue to be reported separately as required), and change the current process to allow a more orderly and efficient progression of facilities projects. He noted that, while the new process would permit project commitments to be made and work to proceed earlier in the year (before formal Board approval), the University would not be authorized to commit more than 75% of the anticipated facilities renewal budget for the current fiscal year. All decisions and transactions will be reported to the Board, ensuring that its oversight responsibility is fully met.

In response to a question regarding whether the 75% figure is determined before or after the 10% contingency provision referred to in point 2 of the proposed resolution, T. Traves agreed to clarify the point and report back at the next meeting.

Moved by T. Traves, seconded by J. Baillie:

**THAT the Board of Governors approve the adoption of a revised Facilities Renewal Budget approval process upon the following principles:**

- 1. The current A&R, Facilities Renewal, Classroom Renewal and Energy Conservation budget lines will be consolidated into a single budget line – “Facilities Renewal” – commencing with the 07-08 fiscal year and, based upon the recommendation of the Long Term Financial Planning Committee, it is anticipated that this budget line will increase by at least \$1M per year in subsequent years.**
- 2. Within the Facilities Renewal budget amount, a 10% contingency provision will be established to accommodate unforeseen project budget adjustments or unexpected new projects emerging during the budget year.**
- 3. Minimum annual spending levels will be set within the Facilities Renewal budget line for classroom renewal, energy conservation and client identified projects appropriate to the ongoing strategic goals of the University.**
- 4. The detailed project listings currently presented to the Operations Committee as part of the Operating Budget approval process will be replaced with a summary schedule identifying the major areas of planned spending for the coming year along with a list of significant individual projects (greater than \$250k) which will be implemented as part of the overall program.**
- 5. A list of the significant projects ( >\$250k ) proposed for implementation in the upcoming fiscal year will be presented to the Operations Committee in November of each year for approval of preliminary design and procurement work prior to commencement of the fiscal year. The total value of these proposed projects will not exceed 75% of the total of the current fiscal year Facilities Renewal funding. Significant projects which are determined to be necessary for implementation subsequent to the submission of this November list may be proposed for approval as part of the Operating Budget submission in the Spring of the upcoming fiscal year.**
- 6. ‘In-year’ and ‘end-year’ project status reports will be submitted to the Operations Committee substantiating the achievement of the various strategic goals within the Facilities Renewal budget relative to the summary schedule submitted during the Operating Budget approval process.**

**The motion was CARRIED.**

## **6.2 Old Management Building Project**

T. Traves introduced this item in the absence of J. Spatz, Chair of the Operation Committee, and summarized the information provided in the agenda package. He noted that if work on the building commences this summer, it is expected that it will be complete and ready for occupancy in the summer of 2008. J. Baillie commented that the project was also considered by the Capital Projects Committee as well as the Operations Committee.

In response to a question regarding whether the project is cost-plus or fixed-price, Jeff Lamb, Director of Facilities Management, responded that the project is not fixed-price. He noted that the project is

still in the design phase; it is anticipated that the University will use a construction manager with the scope of the work to be adjusted as necessary.

It was noted during the discussion that none of the funding for the project appears to be coming from alumni fund-raising and that perhaps this was a missed opportunity. T. Traves responded that alumni solicitation would have been difficult in this situation because the building is no longer connected to the Faculty of Management and, therefore, the fund-raising connection is somewhat distant. As well, there is some time pressure to start the work because of the contributions coming from a CFI grant that was awarded some time ago and because of the rent that is continuing to be paid for the College of Continuing Education space at City Centre Atlantic.

Moved by T. Traves, seconded by L. Clarke:

**THAT the Board of Governors approve the proposal to proceed with Option (C) “Major Redesign (\$8.4M)” of the Old Management Building as follows:**

- a) **A reconfiguration of the main floor layout to relocate the main entrance to the LeMarchant side (south-west corner) with improved accessibility for the physically challenged, to be enclosed within a 2-storey glassed addition, and renovated brick walls on the south and east sides of the building;**
- b) **An extension of the completion date for the project from December 2007 to June 2008, in view of the time spent on re-design work;**
- c) **The additional \$2.6 million required for the project to be funded as follows:**
  - a. **Increase the mortgage on the Continuing Education portion from the currently-planned 21 years to 35 years which will provide an additional \$800,000. (The annual principal and interest payments will be equal to the current annual rental cost for the Continuing Education space at City Centre Atlantic, which is incorporated in the current Operating Budget);**
  - b. **A further contribution of \$440,000 from the CFI grant;**
  - c. **The balance of \$1.36M allocated from the 2007-08 and 2008-09 Facilities Renewal Budgets.**

**The motion was CARRIED.**

## **7.1 Long Term Financial Planning Committee Report Recommendations**

B. Radchuck briefly reviewed the mandate and work of the LTFPC and reminded members that the Committee recommendations covered a wide range of areas: enrolment, tuition, government operating grants, fund-raising, student assistance, deferred maintenance, academic programs, human resources, research, and the pension plan. He reviewed the strategic recommendations and then called on T. Traves to provide an update on the consultation process that has taken place since the last Board meeting.

T. Traves reported that the document has had substantial discussion within the University's governance structure, including Senate and Deans' Council. As well, comments were received from several faculties and a number of individuals within the Dalhousie community. Generally-speaking, the responses were positive with many colleagues acknowledging the work of the LTFP Committee and commenting on the tremendous educational value of the report. Three main points emerged in the feedback received: 1. a concern that the document suggested that the University cut back on graduate enrolment in order to increase the ratio of undergraduate to graduate students; 2. concerns

related to the ERBA internal budgeting formula; 3. concern over the recommendation to look at the specific issue of first and second-year enrolment in the Faculty of Engineering.

E. Beale commented, as a member of the LTFP Committee, that she appreciated the thoughtful comments of those who responded and felt it was important that these be acknowledged by the Committee Chair as well as the President. She also expressed her appreciation for the valuable input from the staff members who supported the Committee throughout its work.

Lengthy discussion followed on the concerns raised by respondents. T. Traves acknowledged the misapprehension created with respect to the issue of graduate enrolment and noted that he had made efforts to reassure Senate members by way of a “comfort” statement recorded in the minutes that there are no operational plans to reduce graduate enrolment. It was also noted that there is no funding formula based on graduate and undergraduate enrolment.

Following this discussion, it was agreed that there should be a response both to those who made submissions and to the larger community that clarifies these points of concern in some detail. T. Traves indicated his willingness to work with the LTFPC Chair to prepare a response. There was also agreement that Recommendation 7 in Section B – Enrolment be revised to read:

“That the Board of Governors and the Administration work diligently to resolve the analogous situation with respect to Engineering education in Nova Scotia so that the Dalhousie Faculty of Engineering can be internationally **more** competitive and can **better** meet the Province’s science and technology objectives”.

Several Board members suggested that it will be important to consider the community’s expectation on where the recommendations go from here and that there should be some sort of report card to track progress in the various areas. T. Traves responded that there is an intention to report regularly to the Board and the community and that this will connect to a larger vision statement, currently being developed, that will refine and re-state the strategic directions in the context of work that has been done in a number of areas.

Moved by R. Radchuck, seconded by R. Chisholm:

**THAT the Board of Governors approve the recommendations presented in the Report of the Long Term Financial Planning Committee, dated November 15, 2006, and attached hereto as Appendix “A”, with the revision to Recommendation 7 in Section B – Enrolment as follows:**

**“That the Board of Governors and the Administration work diligently to resolve the analogous situation with respect to Engineering education in Nova Scotia so that the Dalhousie Faculty of Engineering can be internationally more competitive and can better meet the Province’s science and technology objectives”.**

**The motion CARRIED.**

### **8.1 Designation of “Head” under FOIPOP Legislation**

T. Traves referred to the information circulated with the agenda package and noted that the proposed resolution is a simple “house-keeping” matter intended to update and clarify a resolution passed by the Board in 2000.

Moved by T. Traves, seconded by R. Radchuck:

**THAT, the Board resolution dated December 12, 2000 be amended by replacing the list of designates as “Head” of Dalhousie University pursuant to Section 49A of the *Freedom of Information and Protection of Privacy Act*, with the following: the President, the Vice-President Academic and Provost, the Vice-President Finance and Administration, the Vice-President Research, the Vice-President Student Services, and/or the Vice-President External Relations.**

**The motion CARRIED.**

## **8.2 National Advisory Council**

C. MacNutt introduced the proposal regarding the creation of a National Advisory Council to replace the existing Associate Board Member category. It was noted that it is anticipated that the Council will be comprised of about 15-25 individuals, but no limit is imposed by the proposed Terms of Reference. Current Associate Board members were notified last spring that the Board was considering a change to the current structure.

Moved by C. MacNutt, seconded by B. Tower:

**THAT the Board of Governors approve the recommendation of the Governance Committee that the category of Associate Board Member be eliminated and replaced with a National Advisory Council as described in the attached Terms of Reference.**

**The motion CARRIED.**

## **Items for Discussion**

### **9. Budget Advisory Committee Report**

A. Shaver, Vice-President (Academic and Provost), reviewed the two scenarios (p. 6 and p. 19 – Appendix 1) presented by the Budget Advisory Committee in its most recent report, noting that the only real difference in the numbers are the lines dealing with operating grants and tuition revenue. The model in Appendix 1 was the preliminary scenario developed by the Committee, but it was determined to be no longer operative when the provincial government indicated that it planned to open the last year of the MOU and make some changes with respect to tuition fees. The second scenario on p. 6 is based on the assumptions that have been obtained from preliminary discussions with the government (4.48% operating grant increase, \$3.5 million in lieu of MOU permitted tuition fee increases, etc.)

A. Shaver noted that the preliminary budget model allocates \$3.85 million to the strategic initiatives, although there are no specific recommendations at this point with respect to the individual initiatives. He also noted that the model assumes a decline in enrolment of 125 students for 2007-08; this was felt to be a reasonable projection (despite modest enrolment increases last year), because of the flow-through from earlier years. Lastly, he pointed out that the model currently shows a bottom line shortfall of \$3.5 million. The next report will make recommendations to eliminate this shortfall.

Discussion and questions followed, with several members commenting favourably on the preliminary model, assuming that the assumptions are correct, and that the government responds accordingly.

There was also some discussion of the University's policy and direction around tuition fees and the importance of communicating this during negotiations with the government.

E. Edelstein expressed concern about the differential fees charges for professional programs (medicine, dentistry and law), and questioned the wisdom of these fee increases given the relatively small amount of revenue they generate for the University and the substantial backlash that is created as a result. He agreed that differential fees for international students are necessary but questioned whether increases of more than \$800 in three consecutive years are wise given the current climate for international student enrolment in North America.

A. Shaver concluded by noting that the Budget Advisory Committee hopes that within the next six weeks it can focus on the right set of assumptions and move forward with more specific recommendations. There should be more information to report to the Board at the April meeting.

## 10. Board Standing Committee Reports

Written reports were included in the agenda package for information. C. MacNutt directed members' attention particularly to the report of the Executive Committee which reports on the resolution relating to the Canadian Vitamin Class Action settlement, passed by the Executive Committee on behalf of the Board. This resolution authorizes the University to receive \$963,959.16, which is to be used solely in accordance with the terms of the settlement agreement. Essentially, the monies are to be used for activities related to vitamin products. T. Traves noted that the University will likely use the monies to fund an endowment to provide monies for graduate scholarships in this area. The resolution is as follows:

**WHEREAS class action lawsuits were commenced in Canada alleging that certain companies engaged in price-fixing relating to various vitamin products ( the "Canadian Vitamins Class Action");**

**AND WHEREAS a settlement reached with some of the defendants in the Canadian Vitamins Class Action was approved by the courts in British Columbia, Ontario and Quebec ( the "Settlement Agreement");**

**AND WHEREAS pursuant to the Settlement Agreement, a portion of the settlement funds may be paid to certain organizations designated by the courts in British Columbia, Ontario and/or Quebec;**

**AND WHEREAS the University and all others seeking to receive a portion of the settlement funds must enter into an agreement generally in the form attached (the "Agreement");**

**AND WHEREAS the Board of Governors believes that it would be in the best interests of the University to agree to enter into the Agreement;**

**BE IT RESOLVED THAT:**

**1. The recitals are true.**

**2. The University is hereby authorized to enter into an agreement generally in accordance with the form of the Agreement attached to this resolution and the same is hereby approved and authorized.**

**3. Any appropriate designee of the University is hereby authorized and directed to do all things and execute all instruments and documents which may be necessary or desirable to carry out the terms of this resolution.**

In response to a question about the status of the proposed on-site medical school program for New Brunswick (and whether that had come before the Academic Affairs and Research Committee), T. Traves reported that it is his understanding that that proposal is presently on hold. He noted, however, that the discussions on this proposal have created an opportunity for the Faculty of



Medicine to review and think seriously about program delivery in Medicine and particularly in the first two years of the program.

## 11. Enrolment Planning

A. Shaver referred members to the draft report in the agenda package and noted that the document is an attempt to pull together a number of discussions that took place last year around enrolment management. He noted that the objectives in terms of enrolment planning are: A. A University wide enrolment of 17,000 by 2010, and B. to enhance academic quality of the undergraduate **and graduate** class (the emphasis reflects wording that has since been added to the draft). The report is divided into a number of topics and under each of these a number of premises are presented. This provides an opportunity for the Committee to examine each premise, decide whether it is true or false, and then see if strategies can be generated that flow from that. At the end of the document various tables are presented that provide some bench-marking for some of the topic areas.

A. Shaver noted that the document is a work in progress; the plan now is to refine it and to then start to take a more tactical approach to each topic area. The Committee hopes to connect resources to the various tactics and then be in a position to do some evaluation. He commented that there is a recent survey of applicants that provides a lot of insight into how Dalhousie is viewed by applicants and the information from it will be very useful to enrolment planning.

Discussion followed, with a number of comments focusing on recruitment of international students, the use of agents, and the external challenges of visa requirements in order for international students to come to Dalhousie, and to stay in Canada after graduation. T. Traves noted that, in relation to differential fees for international students, it is important to understand that Dalhousie's (and Canada's), fees are low-priced among our competitors, and that there is a perception in parts of the world that "low-priced" equates to "low quality". In some countries, students are used to paying \$25,000-\$40,000 annually, even at the secondary school level, and similar fees are expected for a quality university education. Price, therefore, does not appear to be a major deterrent to students coming to Canada.

Other comments and questions focused on whether the report considers new models for student engagement. A. Shaver noted that the report is not a tactical document yet, but that there have been discussions about initiatives potentially aimed at changing the academic and living environments for students (for example, freshmen interest groups, orientation groups, new models in the residence life system, programs for engaging first-year students who don't live in residence, student recognition, etc.) There was also reference to looking at ways of recruiting students in upper undergraduate years of study.

## 12. Proposed Plan for New Student Space

T. Traves reported briefly on the proposal that has been put forward to students for the improvement of study and social spaces on campus. Many of the proposed projects involve renovations of existing spaces across the three campuses, but there are also three significant new construction projects. Under the proposal that has been presented, the projects would be funded through a \$10 per course fee, but the University would only start to collect the fee when the projects are completed, likely in the fall of 2009. He noted that the referendum question has been circulated and the vote will be held on March 6<sup>th</sup> and 7<sup>th</sup>.

In response to questions that followed, it was noted that there had been some opposition to the proposed demolition of the Graduate House to make way for one of the new projects. This has been

addressed by locating another house, almost directly across the street from the present location, for use as a new Grad House.

#### **IN CAMERA SESSION**

The Board moved *in camera* for the remainder of the meeting.

#### **Adjournment**

The meeting adjourned at 6:05 p.m.