

Item: Board of Governors Minutes, February 2011

Call Number: Board of Governors fonds, UA-1

Additional Notes:

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BOARD OF GOVERNORS

**Approved Minutes of the Meeting (Open Session)
held on Tuesday, February 8, 2011 at 3:00 p.m.
Coburg Board Room, Mona Campbell Building**

MEMBERS PRESENT: Jim Spatz (Chair), Jay Abbass, Michelle Awad, Nancy Barkhouse, John Baxter, William (Bill) Black, Joyce Carter (via telephone), Robert Chisholm, Wadih Fares, Fred Fountain, Lloyd Fraser, Adam Harris, Lynn Irving, Nancy MacCready-Williams, George McLellan, Chris Saulnier, Stan Spavold, Gail Tomblin-Murphy, Tom Traves, Jim Wilson and Susan Brousseau (University Secretary)

REGRETS: Janet Conrad, Sarah MacDonald, Chris Smith, Larry Stordy, Martha Crago (VP Research), Floyd Dykeman (VP External), Carrie Dawson (DFA Observer)

NON-MEMBERS: Ken Burt (VP Finance and Administration), Jeff Lamb (Assistant VP Facilities Management), Bonnie Neuman (VP-Student Services), Carolyn Watters (VP-Academic and Provost) and Katie Smith (Minute Taker)

GUESTS: Peter Connell (DSRA Envision Architecture), Michael Barrie (Barrie and Langille Architects), Margaret Hawkins (DRKR Architects)

1. Approval of the Agenda

J. Spatz noted that Item 7 – Budget Advisory Committee Report XLIV, would be moved to the *in camera* session.

Moved by J. Abbass, seconded by J. Wilson:

THAT the agenda be approved as amended.

The motion CARRIED.

2. Consent Agenda

Item 2.1 on the consent agenda was approved by consent.

2.1 Approval of Minutes of the Meeting of November 30, 2010

Motion: **THAT the minutes of the meeting held on November 30, 2010 be approved as circulated.**

Approved by Consent.

3. Business Arising from the Minutes

There was no business arising from the minutes.

4. Chair's Report

J. Spatz reported on two resolutions approved by the Board Executive Committee in the interval since the last Board meeting in November. The resolutions approved are as follows:

BE IT RESOLVED THAT the Executive Committee, on behalf of the Board, and on the recommendation of the Governance and Nominating Committee, approve the appointment of Candace Thomas as a public member of the Operations Committee for a term to continue to June 30, 2011.

THAT the Executive Committee, on behalf of the Board, and on the recommendation of the Governance and Nominating Committee, approve the appointments of William Black and Lawrence Stordy as members of the Human Resources Committee for a term to continue to June 30, 2011.

Dr. Spatz congratulated Stan Spavold on being named a Fellow Chartered Accountant (FCA). This is a significant honour that recognizes Mr. Spavold's achievements both within his profession and his community.

Lastly, Mr. Spatz briefly discussed the potential for conflict of interest issues to arise over the next several months as the Board continues to have discussions on the pension and collective bargaining issues. Given this, the Board Governance and Nominating Committee felt that it would be helpful to remind members of the provisions in the Board Code of Conduct and to offer some additional guidance in terms of how conflicts of interest can best be handled during meetings. He circulated a brief guidelines document prepared by the University Secretary in consultation with the University Legal Counsel and the Director of Academic Staff Relations. The intent of this discussion is to ensure that Board members are able to participate as fully as possible while protecting the integrity, objectivity and transparency of Board decision-making.

5. President's Report

T. Traves highlighted several issues from his written report, including early data on student application numbers for 2011-12, and discussions currently underway in Senate with respect to a revised constitutional document. Dr. Traves also offered some comment on recent announcements from the provincial government respecting the cut of 4% to the operating budget for the university system, and the government's intention, despite substantial discussions on this issue, to maintain for the time being the existing distribution formula (which significantly disadvantages Dalhousie as a result of it having the largest enrolment growth among Nova Scotia universities in recent years). He also noted the government's 3% cap on tuition increases and its intention to extend the current bursary programs for Nova Scotia and Canadian students. All of these factors taken together have the potential to significantly impact Dalhousie's operating budget for 2011-12 and beyond. There is no information yet on what further cuts may be coming over the next two years and it is not clear when further discussions will begin.

6. Dalhousie Student Union President's Report

C. Saulnier gave a brief verbal report on the Student Day of Action which took place on February 2, 2011, and the recent partnering of the DSU and Student Services to facilitate the opening of an Information Desk on the Sexton campus this term. The DSU is working on a number of new innovative ideas to connect to students on other campuses.

7. Budget Advisory Committee Report XLIV

This item was moved to the *in camera* session.

8. Future Capital Projects Financing Update

K. Burt provided an overview of Dalhousie's capital projects planning with a focus on the financing for major projects that are currently in hand. The following projects, estimated costs, and completion dates were discussed:

- LSRI – InNOVAcorp – \$69.9M – April 2011
- LSC Retrofit KIP and Non-KIP – \$33M – March 2011
- LSC Learning Commons – \$6M – 2013
- Interprofessional Health Education Building – \$35M – 2013/2014
- New Residence/Mixed Use Facility – \$47.5M – 2013
- CERC – Oceans – \$30M – 2012
- Tri-Gen Energy Conversion – \$30M – TBD
- Ideas Building – \$35M – TBD
- Fitness Renewal – \$50M – 2015/2016

Questions following the presentation focused on the debt-to-asset and debt-to-cash flow ratios and the University's comfort level with its ability to service debt on a go-forward basis. There was also discussion as to whether there might be other options to finance some projects. T. Traves noted that for every project that comes forward for Board approval, it is the University's policy that funding is already allocated in the budget to service that debt on a go-forward basis. In response to this discussion, K. Burt agreed to provide members with information on the debt service numbers and where the University is likely to be with new projects coming forward and projected changes in interest rates over the next several years.

9. Items for Decision

9.1 Oceans Excellence Centre

R. Chisholm reminded the Board that at its meeting on October 25, 2010, the Board, on the recommendation of the Operations Committee, approved the proposed addition to the Life Sciences Centre (LSC) to house the Ocean Excellence Centre (OEC), for a budget not to exceed \$20 million. Following a presentation from the project architects on the current design for the OEC, the Board was asked to approve an adjusted scope and budget for this project as outlined in the materials distributed in the agenda package. K. Burt and M. Hawkins addressed several questions

from Board members on the proposed features of the building and the intended use of particular spaces within the building.

Moved by R. Chisholm, seconded by L. Irving:

THAT the Board of Governors, on the recommendation of the Operations Committee, approve the Ocean Excellence Centre (OEC) project as presented, for a budget not to exceed \$30 million.

The motion CARRIED.

9.2 Interprofessional Health Education Building

R. Chisholm and J. Lamb provided an introduction to this item, followed by a presentation from the project architects highlighting various aspects of the proposed building design. Questions from Board members focused on the allocation of space within the facility and the intended use of particular spaces. Several suggestions were offered regarding the opportunity to create a more inviting space on the corner of the site bordering University Avenue; this would help to “invite” the adjacent hospital community into this University space which could further reflect and enhance the many relationships between these two communities. The Board congratulated the architects on their work and indicated their support for the current design directions.

Moved by R. Chisholm, seconded by M. Awad:

THAT the Board of Governors, on the recommendation of the Operations Committee, approve the advancement of the Interprofessional Health Education Building (IPHEB) project from the schematic design to the detailed building design stage for fees not to exceed \$600,000.

The motion CARRIED.

10. Items for Presentation

10.1 LeMarchant Mixed-Use Facility

R. Chisholm and K. Burt introduced this item, noting that, during its last meeting, the Board voiced a number of concerns regarding the early design proposal for this building and made suggestions concerning several elements of the project. These issues included the cost of (and alternatives for) parking associated with the building, the entrance location and the proposed exterior design and materials. The project architects then delivered a presentation highlighting the proposed changes resulting from these comments and suggestions. Following this presentation, Board members expressed general satisfaction with the changes and commented that these represent a significant improvement from the first design.

Some concerns continued to be expressed regarding parking facilities associated with the building and the projected cost of the 70 planned spaces. Discussion continued around whether it would be less expensive to put parking (or perhaps more of the mechanical systems currently in the basement) on the roof level. The Board Chair indicated that he would be interested in seeing the costing estimates if the parking and any possible mechanical systems could be moved to the roof. There was also discussion of whether a separate parking structure might be a more cost-effective

option. J. Lamb noted there is currently a Request for Proposals (RFP) for a Transportation Demand Management Study with an intention that the University will look at all of its parking facilities and related issues. He noted that the Campus Master Plan identified two potential locations for a parking structure, but there are issues that would need to be resolved with these areas. It was suggested that this is an issue that should be given some consideration so that the matter of adequate parking is not an issue with each new building project.

10.2 Halifax Marine Research Institute (HMRI)

This item was deferred due to time constraints.

10.3 Revised Senate Constitution

This item was deferred due to time constraints.

11. Items for Information

11.1 Board Standing Committee Reports

J. Spatz referred Board members to the written reports for the following committees: Academic Affairs and Research, Executive, Governance and Nominating, Human Resources, Operations and Student Experience. There were no questions on the reports.

IN CAMERA SESSION

The Board moved to an in camera session.

Adjournment

The meeting adjourned at 6:35 p.m.