

Item: Board of Governors Minutes, February 1997

Call Number: Board of Governors Fonds UA-1, BOG 160 February 1997 and BOG 160
March 1997

Additional Notes:

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Agenda
Board of Governors
Dalhousie University
February 18, 1997 (4:00 p.m.)

**The Auditorium, Henson College of Continuing Education and
Public Affairs, 6100 University Avenue**

1. Approval of agenda
2. Minutes of Board meeting of December 17, 1996 (enclosure)
3. Chairman's Report
4. President's Report (to be distributed at the meeting)

Items for decision

5. Schedule of meetings for 1997-1998 (enclosure)
6. Amendments to the Dalhousie University Staff Pension Plan (enclosure) (Mason)

Presentation & Discussion

7. Morven Wilson, Executive Director, University Computing and Information Services
Information Technology - current challenges/future plans/strategic vision

Informal discussion/coffee break

Item for discussion

8. Budget Advisory Committee Report XI (enclosure) (Traves)

Items for information

9. Amalgamation update (Traves)
10. Academic Reviews : 1995/96 and 1996/97 (enclosure) (Hobson)
11. Briefing : The work of the Audit Committee (Petley-Jones)
12. Information exchange
13. *In-Camera* - Nominating Committee Recommendations (Cowan)
14. Adjournment



Minutes of a meeting of the Board of Governors held on February 18, 1997 at 4:00 p.m. in the Auditorium at Henson College, Dalhousie University.

Present:

Mr. Allan C. Shaw

Chair

Ms. Nancy Anderson

Mrs. Diane Bell

Mr. Curtis Cartmill

Mr. Gerald Clarke

Prof. Joan Conrod

Mr. Murray Coolican

Mr. James S. Cowan

Vice-Chairperson

Mr. Fred S. Fountain

Dr. Elaine Gordon

Mrs. Patricia Harris

Ms. Margaret Langley

Dr. Frank Lovely

Ms. Bernadette Macdonald

Mr. George W. MacDonald

Mr. Brad MacKay

Hon. Jacqueline Matheson

Dr. John O'Brien

Mrs. Ann Petley-Jones

Vice-Chairperson

Mr. Hugh Pierce

Mrs. Patricia Roscoe

Mr. Kenneth C. Rowe

Dr. Colin Stuttard

Mr. Peter Stuart

Dr. Tom Traves

President

Mrs. Carol D. Young

Honorary Secretary

Regrets were received from Sir Graham Day, Ms. Dale Godsoe, Dr. Daurene Lewis, Dr. Ted Rhodes and Mr. John C. Risley

Also present were: Dr. Deborah Hobson (Vice-President, Academic & Research); Mr. Bryan G. Mason (Vice-President, Finance & Administration); Mr. Eric A. McKee (Vice-President, Student Services); Dr. E. Jane Fee (President, Dalhousie Faculty Association); Mr. Brian C. Crocker (University Secretary & Legal Counsel); Mr. Morven Wilson (Executive Director, University Computing and Information Services); Mr. W. H. Lord (Director, Physical Plant & Planning); Dr. Gilbert R. Winham (Chair, Budget Advisory Committee); Mr. Brian D. Christie (Executive Director, Office of Institutional Affairs); Mrs. Charlotte Sutherland (Director, Development Office); Mr. Lee Crowell (Coordinator, Employee Benefits & Payroll); Ms. Wendy McGuinness (Public Relations Officer); and Ms. Joann Griffin (Secretary).

The Chairperson called the meeting to order at 4:05 p.m.

Approval of agenda

Board members approved the agenda for the meeting as distributed.

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Minutes of Board meeting of December 17, 1996

Mrs. Roscoe moved and Professor Conrod seconded a motion that the minutes of the Board of Governors meeting held on December 17, 1996 be approved as circulated. The motion carried.

Chairman's Report

The Chairman reported that the Officers of the Board, at its most recent meeting, reviewed a preliminary draft of a revised University Governance document which will be brought forward to both Senate and the Board of Governors in due course. He noted that the current University Governance document was last amended in December 1978 so revisions are needed to reflect current practices. He then commented on the Science Faculty Tour that had been held in lieu of the January Board of Governors meeting and noted that it was both fascinating and informative, with excellent questions asked. He expressed the hope that more Board Members take advantage of such tours when they are organized. He concluded his report by observing that he had just received the Auditor General's Report on their recent governance survey of all Nova Scotia University Board Members which is to remain confidential until it is tabled in the Legislative Assembly after which it will be circulated and discussed at the Board.

President's Report

Dr. Traves explained that a Senate Committee on post-secondary education was holding hearings with delegates from across Atlantic Canada and we had accommodated their request to use University Hall and therefore relocate the Board of Governors meeting. In reviewing the President's Report, a copy of which is attached to these minutes, he noted that the Budget Advisory Committee Report and amalgamation plans would be discussed later in the meeting. He then drew Board Members' attention to remarks in his Report about additional funding that has been recommended as a result of a joint study by the Ministry of Health and the Ministry of Education and Culture of our Faculty of Medicine budget. He then indicated we expect that university needs will be addressed to some degree in the federal budget. He concluded his report by announcing an important change in administrative arrangements with Ms. Joann Griffin moving shortly into the President's Office to head up the administrative staff and Mrs. Sharlene Drake moving from her position to become Secretary to the Board of Governors.

Items for decision

Schedule of Board of Governors' meetings for 1997-98

Mr. Pierce moved and Mrs. Young seconded a motion THAT the Board of Governors approve the proposed schedule of meetings of the Board of Governors for 1997-1998 as presented. The motion carried.

Amendments to the Dalhousie University Staff Pension Plan

It was noted that information about the proposed amendments to the Dalhousie University Staff Pension Plan had been pre-circulated. Mr. Mason commented that the proposed amendments were very routine matters that had been approved by all the employee groups at the University.

Dr. Lovely moved and Mrs. Roscoe seconded a motion THAT, on the recommendation of the Pension Advisory Committee, as well as the Employee Groups Executives, the Board of Governors approve, as presented, Amendment No. 9 which deals with the maximum age for commencing a pension from age seventy-one to December 31st in the year in which they attain age sixty-nine. This change is recommended as a result of the 1996 Federal Budget and amendments to the Federal Income Tax Regulations. The motion carried.

Dr. Lovely moved and Mrs. Roscoe seconded a motion THAT, on the recommendation of the Pension Advisory Committee, as well as the Employee Groups Executives, the Board of Governors approve, as presented, Amendment No. 12 which recommends an extraordinary transfer to the Retirees' Trust Fund in the amount of \$326,820 as of June 30, 1996. This is being recommended in order to properly fund the Retirees' Trust Fund as a result of the March 19, 1996 approval by the Board of Governors of a reduction in the Post Retirement Interest Assumptions (PRIA) for members retiring before June 30, 1996 which reduced PRIA from 5.0% to 4.95% for those retiring before June 30, 1994 and from 4.7% to 4.65% for those who retired between June 30, 1994 and June 30, 1996. The motion carried.

Presentation & Discussion

Information Technology - Current Challenges/Future Plans/Strategic Vision

Mr. Morven Wilson, Executive Director, University Computing & Information Services

The Chairperson welcomed Mr. Morven Wilson, Executive Director, University Computing and Information Services to the meeting. He noted that immediately prior to Mr. Wilson taking up his current position at Dalhousie University in 1995 he was Director, Computing and Communications Services at Ryerson Polytechnic University. Mr. Wilson earned his Master of Science in computer systems from the University of Glasgow in 1970.

In looking at the current external challenges for UCIS (University Computing and Information Services), Mr. Wilson observed that we are confronting a major competitive issue which, in part, includes attracting and retaining the best students, faculty and staff; and ensuring IT (Information Technology) literacy as a graduate asset for all Dalhousie graduates. From an internal perspective he commented that we are providing for the burgeoning desire to include computer based methods in teaching and the interest in using IT to distribute/present course materials; the need for near-universal student access to a computer with suitable applications software and

connection to the internet; and the need for more faculty training and support. He observed that we now have a twenty-four hour by seven day demand but can only provide seven hour by five day support. He mentioned a range of other needs such as more advanced capability for wired classrooms, more resources to help Faculty with courseware development, more coordination of the use of IT in teaching and a need for strategic planning about IT and learning/teaching. With respect to current learning and research challenges he noted we must ensure technology is used to enhance and augment learning, but it is not intended to replace teaching and teachers. He noted that, from a financial perspective, the demand for facilities exceeds our capacity and the demand for services and support is soaring with the capital budgets and found-money approach that worked in early days no longer being adequate.

He then reviewed future IT plans of an academic and administrative nature as well as plans for distance and continuing education. In next explaining Dalhousie's IT strategic vision he commented that it will be driven by students' learning and employability needs, faculty teaching and research needs, and administration requirements for better service and better information - all of which necessitate competitive responses to the marketplace. Beyond that he noted that IT's strategic vision includes the following:

- IT will be valued as strategic to Dalhousie's role as a national university.
- Dalhousie will be renowned for innovative use of IT in learning and research.
- Dalhousie graduates will be sought after for their domain knowledge and IT skills with information literacy being a graduation requirement.
- IT facilities will be available and accessible to all students, faculty and staff.
- IT facilities will be current, reliable, easy to use.
- IT will be well supported for students, faculty and staff.
- Grades and degrees, promotion and tenure will reward the use of IT in learning and teaching.
- The University budget model will provide a process for maintaining current IT services and facilities.
- IT will facilitate communications and partnerships between public and private sector organizations and the community at large.

Mr. Wilson was greeted by a round of applause from Board Members at the conclusion of his presentation. He then engaged in a brief discussion with Board Members during which he commented on the formal and informal benchmarking that is done to determine our position with that of other universities with whom we compete.

Item for discussion

The Chairperson observed that a copy of the Budget Advisory Committee Report marked

exposure draft had been pre-distributed and he noted that the draft does not differ in any way from the final version. Dr. Traves then spoke briefly about the complexity of the budget process particularly as we are for the first time in a long while anticipating salary adjustments. He noted his pleasure at the constructive nature of many discussions that have occurred at the University as the Budget Advisory Committee Reports have been considered and observed that there has been a real appreciation expressed for the difficult choices that must be made. Before calling upon Dr. Gilbert Winham, Chair of the Budget Advisory Committee to comment on the eleventh report of the Committee he commended him and all members of his Committee for their diligent efforts.

Dr. Winham remarked that the process for the work of the Budget Advisory Committee and its consultations has been extremely open and transparent and that they have tried to take account of and make judicious choices about the three variables, namely tuition fees, program cuts and salary increases. He stressed that it will ultimately be the Board of Governors who will have to decide upon what is best with respect to tuition fees and program budget cuts but that salaries will be determined through the collective agreement negotiations. He suggested that although the Budget Advisory Committee made its best effort to accurately assess what might be expected, nonetheless the Board might have some concerns about the assumption regarding government financing that has been stated in BAC XI. He noted that the Committee is currently preparing a response to a rather large and complex suggestion that Endowment Fund monies be used to handle current operating concerns and he commented that the Board approved Endowment Management Policy limits endowment spending to 5% annually. With respect to tuition fees Dr. Winham commented that there is clearly a point where Dalhousie, and other universities, would reach a precipice in terms of tuition fee increases. He acknowledged that there are some problems with the proposed fee increase for the Faculty of Law, but he also noted that our fees generally are not out of step with those imposed at other universities. He suggested that if we have to continue to take a \$2 million cut in the next and the following year we will end up having to take that out of the base budget for programs along with no salary increases.

During the discussion that ensued the following was noted.

Professor Conrod noted that this is not a good news budget with the students upset about another tuition fee increase and the Deans, particularly in Law and Medicine, concerned about their ability to compete. She stressed that we need increases, not decreases, to program areas and expressed concern that we would in all likelihood not be able to offer much by way of salary increases. She acknowledged that what is being proposed does spread the grief around.

Mr. Coolican inquired about the competitive impact on students across the country and urged that we begin to look ahead for other solutions.

Mr. MacDonald suggested that across the board cuts drives everything to a level of mediocrity

and with respect to the Law School he suggested that filling the seats was not enough, that we should be attracting the most qualified students. Dr. Hobson observed that we are remaining competitive with 8.5 applicants for every available seat, and that we must decide where we want to have excellence. With respect to differential fees it was suggested that would require very serious policy choices. It was noted that our fees are no where near cost recovery and that we need to explore strategic opportunities more aggressively and look at non-traditional funding sources in light of the diminished priority that government is giving to education.

Items for information

Amalgamation Update

The Chairperson noted that this was the first opportunity for the President to give an update on amalgamation plans since it was announced at the December Board meeting that the legislation to amalgamate Dalhousie and TUNS had received its third and final reading in the Legislative Assembly. Dr. Traves observed that arrangements are being made for a series of events to celebrate the amalgamation, as well as a public relations campaign to stress its advantages for the public good. He drew Board Members' attention to the fact that we are considering holding a brief special joint Board and Senate meeting to deal with a series of motions to create the College, the new Faculty of Computer Science and other elements of the amalgamation on April 1 at 4:00 p.m. with a reception to follow immediately thereafter to celebrate the occasion.

Dr. Traves suggested we think of amalgamation more as a process with an extended life rather than an event occurring on a particular day and it will be, over time, an important way for the University to advance its general strategy to differentiate us as the primary University in the province. He stressed that differentiation could ultimately serve us well with respect to public funding and our case for distinctive support. In that regard he indicated our focus will be on offering innovative solutions for real world problems.

He noted that a conference is being planned for early May which will be an initiative to encourage the development of a structure for a Science and Technology policy debate. He commented that there will be many other things that will occur at the Faculty and Departmental levels and that when plans are a little further along he will look to the Board for input as well.

He commented that operational plans have been prepared now for all of the amalgamated units and that basically they are quite solid with both financial and personnel plans having been well developed. He noted that these plans would be shared with the wider University community prior to April 1. With respect to academic matters he noted that, with the exception of Graduate Studies, all arrangements are complete which is the case as well with regard to Senate and the Board of Governors. He concluded his remarks by indicating that it is hoped that the name of the new College will be announced shortly.

Academic Reviews : 1995/96 and 1996/97

In response to interest expressed by some Board Members information had been pre-distributed about academic reviews which information demonstrates that full reviews are plentiful through accreditation, post accreditation, Senate, Unit, Program, Undergraduate and Graduate Program and NSERC reviews.

Briefing : The Work of the Audit Committee

The Chairperson called upon Mrs. Petley-Jones who has chaired the Audit Committee since July of 1992 to provide a briefing on the work of the Audit Committee. Mrs. Petley-Jones observed that overall the Audit Committee is a mechanism for the Board to look at risk areas and assess the management of the University's financial affairs. She acknowledged and thanked the members of the Audit Committee for the valuable contribution they make.

She reviewed the specific responsibilities of the Committee which are:

- To conduct a post-audit review of the auditor's work prior to recommending approval to the Board of Governors. The purpose of such a review is to determine that the independent accountants are satisfied with the disclosure and content of the financial statements and to obtain sufficient information from the auditors to facilitate analysis of the financial statements submitted to the Board.
- To appraise the effectiveness of the audit effort including a discussion of the overall approach to, and scope of the audit.
- To determine through discussion with the independent accountants that no restrictions were placed by management on the scope of the examination or on its implementation.
- To inquire into the effectiveness of the university's management of financial and accounting functions through discussions with the independent accountants and appropriate officers of the University.
- To review reports prepared by the independent accountants discussing any weakness in internal control, organizational structure and operations.
- To recommend the appointment of independent accountants for the ensuing year.

Information exchange

It was agreed that information on full-time and part-time student enrollments will be presented at a future meeting.

Board members were informed that the Dalhousie Student Union elections will take place from March 10 to 12, and they were also advised of a Grad Class Challenge at the Grawood Pub in the Student Union Building which they were encouraged to attend on March 15.

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Adjournment

The meeting adjourned at 6:00 p.m. with Board Members being asked to remain for a brief *In-Camera* session to receive recommendations from the Nominating Committee regarding Order in Council reappointments to the Board, and Associate Board Members.

Mrs. Carol D. Young
Honorary Secretary

Mr. Allan C. Shaw
Chairperson

Attachment: President's Report

**PRESIDENT'S REPORT
BOARD OF GOVERNORS
FEBRUARY 18, 1997**

As we head into the last phase of our academic year, a number of important initiatives will soon reach a conclusion. The Budget Advisory Committee has produced its eleventh report with final recommendations for next year's budget. I want to thank members of the Committee and all those who provided input into their deliberations for their thoughtful assessment of the issues before us. With the end of the freeze on collective bargaining, further cuts in government support for university operating grants and growing concern about student indebtedness and Dalhousie's price competitiveness, we will have to take great care in setting this year's budget. In this connection I have advised Senate of my intention to cut our authorized faculty complement by one per cent next year, resulting in a decrease of eleven positions. At the moment these cuts are more than covered by existing vacancies, so the immediate impact will be modest. I feel the BAC's recommendations provide a sound basis for setting budgetary plans for next year and I commend their advice to the Board.

Amalgamation plans with TUNS are proceeding on course and we look forward eagerly to April 1, when we commence our new destiny together. We are making arrangements now for a series of events to celebrate the amalgamation, as well as a public relations campaign to stress its advantages for the public good. It will be necessary for Senate and the Board to deal with a series of motions to create the College, the new Faculty of Computer Science and other elements of our new arrangements. At the moment we are considering holding a brief special joint Board and Senate meeting to deal with these matters on April 1 at 4 pm, followed by a reception to celebrate the event. I would ask Board members to note this possibility on your calendars. Further notice about this meeting will be sent out shortly.

Board members will be pleased to learn that a joint study by the Ministry of Health and the Ministry of Education and Culture of our Faculty of Medicine budget has resulted in a series of recommendations for additional funding to be provided by the Ministry of Health. While we have not secured final agreement on the implementation of these recommendations, I feel confident that the government is committed to helping us achieve appropriate levels of funding and I look forward in the very near future to bringing these discussions to a positive conclusion.

As Board members know, the federal budget is being presented as we are meeting here today. There are considerable expectations that university needs will be addressed to some degree. In particular, we hope to see a renewal of funding for the National Centres of Excellence, a new infrastructure program that recognizes university needs and some measures to address our concerns about financial aid for students. Action on these fronts will be very welcome. Certainly we plan to follow up on the infrastructure program and pursue additional funding for our capital project needs.

Finally, I wish to inform the Board of an important change in our administrative arrangements. Joann Griffin, who has served so ably as Secretary to the Board, will soon move into the

President's Office to head up our administrative staff. Sharlene Drake will move from her position to become Board Secretary. Both Joann and Sharlene have contributed greatly to the university in their respective positions over many years and this change in duties will enable both of them to pursue new career interests as well as serve the university in new ways. I am sure you join me in thanking them and wishing them well in their new posts.

January 21, 1997
Board of Governors Meeting

DALHOUSIE UNIVERSITY
BOARD OF GOVERNORS

Schedule of meetings for 1997-1998

Note: Meetings of the Board of Governors will ordinarily commence at 4:00 p.m. and will be held in University Hall, Macdonald Building, unless otherwise advised. All meetings are open except for *In-Camera* portions of the meeting. Board members will receive agendas and documents in advance of all scheduled meetings.

Tuesday, September 16, 1997

Tuesday, October 14, 1997

Tuesday, November 18, 1997

Tuesday, December 16, 1997

Tuesday, January 20, 1998

Tuesday, February 17, 1998

Tuesday, March 17, 1998

Tuesday, April 21, 1998

Tuesday, May 12, 1998

Tuesday, June 16, 1998

Admission to persons who are not Board members or resource persons will be subject to the availability of passes issued on a first-come first-served basis. Passes may be obtained from the Receptionist in the President's Office at any time during regular office hours in the week preceding each meeting.

Board of Governors
Dalhousie University
Tuesday, February 18, 1997
MOTIONS TO BE PROPOSED

Item No. BE IT RESOLVED:

6. Schedule of meetings for 1997-98

THAT the Board of Governors approve the proposed schedule of meetings of the Board of Governors for 1997-1998 as presented.

7. Amendments to the Dalhousie University Staff Pension Plan

THAT, on the recommendation of the Pension Advisory Committee, as well as the Employee Groups Executives, the Board of Governors approve, as presented, Amendment No. 9 which deals with the maximum age for commencing a pension from age seventy-one to December 31st in the year in which they attain age sixty-nine. This change is recommended as a result of the 1996 Federal Budget and amendments to the Federal Income Tax Regulations.

THAT, on the recommendation of the Pension Advisory Committee, as well as the Employee Groups Executives, the Board of Governors approve, as presented, Amendment No. 12 which recommends an extraordinary transfer to the Retirees' Trust Fund in the amount of \$326,820 as of June 30, 1996. This is being recommended in order to properly fund the Retirees' Trust Fund as a result of the March 19, 1996 approval by the Board of Governors of a reduction in the Post Retirement Interest Assumptions (PRIA) for members retiring before June 30, 1996 which reduced PRIA from 5.0% to 4.95% for those retiring before June 30, 1994, and from 4.7% to 4.65% for those who retired between June 30, 1994 and June 30, 1996.

**Board of Governors
Dalhousie University
Chairman's Expanded Agenda
February 18, 1997 (4:00 - 6:00 p.m.)**

Regrets:

1. **Approval of agenda**
Seek approval of the agenda as distributed.
2. **Minutes of Board meeting of December 17, 1996 - a motion for approval is required**
3. **Chairman's Report**

All matters considered at the Officers meeting held a few days ago with one exception appear on the agenda that is before us. The exception is a preliminary draft of a revised University Governance document - will come to the Board and Senate shortly - last amended Dec. '78 so clearly revisions are needed to reflect current practices.

The Science Facility Tour held in lieu of the January Board meeting - fascinating, informative, excellent questions asked, great learning opportunity. Sorry that more of you weren't able to attend.

The Auditor General's Report on the survey of University Boards has only recently been received, and....

4. **President's Report - Call upon Tom to report.**

Items for decision

5. **Schedule of meetings for 1997-98**
A motion to approve the schedule for the 1997-98 Board meetings as distributed is required.
6. **Amendments to the Dalhousie University Staff Pension Plan**

Information about the proposed amendments to the Dalhousie University Staff Pension Plan was pre-circulated. Bryan Mason can be called upon to respond to any questions. The following motions need approval:
That, on the recommendation of the Pension Advisory Committee, as well as the Employee Groups Executives, the Board of Governors approve, as presented, Amendment No. 9 which deals with the maximum age for commencing a pension from age seventy-one to December 31st in the year in which they attain age sixty-nine. This change is recommended as a result of the 1996 Federal Budget and amendments to the Federal

Income Tax Regulations.

That, on the recommendation of the Pension Advisory Committee, as well as the Employee Groups Executives, the Board of Governors approve, as presented, Amendment No. 12 which recommends an extraordinary transfer to the Retirees' Trust Fund in the amount of \$326,820 as of June 30, 1996. This is being recommended in order to properly fund the Retirees' Trust Fund as a result of the March 19, 1996 approval by the Board of Governors of a reduction in the Post Retirement Interest Assumptions (PRIA) for members retiring before June 30, 1996 which reduced PRIA from 5.0% to 4.95% for those retiring before June 30, 1994 and from 4.7% to 4.65% for those who retired between June 30, 1994 and June 30, 1996.

Presentation & Discussion

**7. Information Technology - current challenges/future plans/strategic vision
Morven Wilson, Executive Director, UCIS**

Morven Wilson came to Dalhousie as Executive Director of University Computing and Information Services in 1995. Immediately prior to that Morven was Director, Computing and Communications Services at Ryerson Polytechnic University. He graduated in 1970 with a Master of Science in computer systems from the University of Glasgow.

Informal discussion/coffee break

Item for discussion

8. Budget Advisory Committee Report XI

A copy of the Budget Advisory Committee Report marked exposure draft was pre-distributed. It does not differ in any way from the final version. Tom may wish to comment on the Report and Gil Winham, Chair of BAC, should also be called upon to comment.

Items for information

9. Amalgamation update

You can note that: - At the December Board meeting the President announced the legislation to amalgamate Dalhousie and TUNS had just received its third and final reading in the Legislative Assembly. Now Tom will give us an update on plans since that historic occasion.

10. **Academic Reviews : 1995/96 and 1996/97**

In response to interest expressed by some Board Members information was pre-distributed about academic reviews. Deborah Hobson can be called upon to respond to any questions Board members might have about that material.

11. **Briefing : The Work of the Audit Committee**

This is the second in what is intended to be a series of briefings to give Board members a greater understanding of the work of the various Standing Committees of the Board. Call upon Ann Petley-Jones who has chaired the Audit Committee since July of 1992 to give a briefing.

12. **Information exchange**

13. ***In-Camera***

Call upon Jim Cowan to present the Nominating Committee recommendations regarding Associate Board Members and the updated description of that category of Board memberships. He will also present two recommendations for Order in Council reappointments.

The following motions will require approval:

THAT, on the recommendation of the Nominating Committee, the following individuals be invited to accept appointments as Associate Members of the Board of Governors: Dr. Sonja Bata, Dr. Bo Berggren, Mr. Derek Brown, Rt. Hon. Joe Clark, P.C., C.C., Dr. Douglas MacKay, Dr. Claudette MacKay-Lassonde, Ms. Beverly Mascoll, Dr. Christopher Ondaatjee, Ms. Edythe A. Parkinson, Mr. Michael Phelps, Mr. Alan K. Scales and Mr. Joe Shannon.

THAT, the Board of Governors approve the terms of reference for Associate Board Members dated February 12, 1997 which have been revised from the original terms approved on March 20, 1990 to more accurately reflect current practice.

THAT, on the recommendation of the Nominating Committee, the Board of Governors approve the recommendation to Governor in Council of Mr. James S. Cowan and Mrs. Ann Petley-Jones for re-appointment to the Board of Governors for a further term of three years effective July 1, 1997.

14. **Adjournment**