



BOARD OF GOVERNORS

**Approved Minutes of the Meeting (Open Session) held on
Tuesday, June 26, 2018, 3:00 p.m.
University Hall, Macdonald Building**

MEMBERS PRESENT: Lawrence (Larry) Stordy (Chair), Ian Bezanson, Cassandra Dorrington, Richard Florizone, Elaine Gibson, Kevin Hewitt, Brenda Hogan, Laurie Jennings, Brian Johnston, Iain Klugman, Kathleen Olds, Aubrey Palmetter, Sherry Porter, Aaron Prosper, Robert Richardson, Jeremy Ryant, Paula Simon, Candace Thomas, Gail Tomblin Murphy, Michele Williams.

NON-MEMBERS PRESENT: Alice Aiken (Vice-President Research), Peter Fardy (Vice-President Advancement), Ian Nason (Vice-President Finance and Administration), Carolyn Watters (Provost and Vice-President Academic), Susan Brousseau (University Secretary), Sundari Pashupathi (Associate Secretary of Senate), Cheryl MacDonald (Board Governance Assistant).

REGRETS: Eleanor Bernard, Joyce Carter, Robert (Bob) Hanf, Anne McLellan.

GUESTS: Peter Coutts (Assistant VP, Facilities Management), Isabelle French (Associate Legal Counsel), Katherine Harman (Acting Vice-Provost, Student Affairs), John Hope (Assistant General Counsel), Jamie O'Neil (KPMG), Colin Spinney (Treasurer), David Westwood (DFA Observer)

1. Approval of Agenda

The agenda was adopted as presented.

2. Consent Agenda

All items on the Consent Agenda were adopted.

2.1 Minutes of Meeting of April 16, 2018

THAT the Board of Governors approve the minutes of the meeting of April 16, 2018 as presented.

Approved by CONSENT.

2.2 Board of Governors Appointments 2018-19

THAT the Board of Governors, on the recommendation of the Governance and Human Resources Committee, approve the nominations of Chris Huskilson and Joyce Hoeven for recommendation to the Governor in Council for appointment to the Board of Governors of Dalhousie University for a three-year term from July 1, 2018 to June 30, 2021.

Approved by CONSENT.

2.3 Appointment of Board Vice-Chair

THAT the Board of Governors, on the recommendation of the Governance and Human Resources Committee, approve the appointment of Candace Thomas as Vice-Chair of the Board of Governors for a one-year term from July 1, 2018 to June 30, 2019.

Approved by CONSENT.

2.4 Appointment of Board Committee Chairs & Members

Motion 1:

THAT the Board of Governors, on the recommendation of the Governance and Human Resources Committee, approve the appointment of the following Chairs of the Board Standing Committees, effective July 1, 2018.

Academic and Student Affairs	Robert (Bob) Hanf
Finance, Audit, Investment and Risk	Joyce Carter
Capital Projects and Facilities	Aubrey Palmeter
Community Affairs	Sherry Porter
Executive	Larry Stordy
Governance and Human Resources	Candace Thomas

Approved by CONSENT.

Motion 2:

THAT the Board of Governors, on the recommendation of the Governance and Human Resources Committee, approve the appointments of members to the Board Standing Committees as presented on the list dated May 31, 2018.

Approved by CONSENT.

2.5 Board Appointments to University Committees

2.5.1 Reappointment of Board Representative – Senate Honorary Degrees Committee

THAT the Board of Governors, on the recommendation of the Governance and Human Resources Committee, approve the reappointment of Cassandra Dorrington as a Board of Governors representative on the Senate Honorary Degrees Committee for a three-year term from July 1, 2018 to June 30, 2021.

Approved by CONSENT.

2.5.2 Appointment of IC Appointee, PTF and RTF Trustees

Motion 1:

THAT the Board of Governors, on the recommendation of the Governance and Human Resources Committee, approve the reappointment of Greg Hebb as the Senate appointee to the University Investment Committee and as a trustee of the Pension Trust Fund and the Retirees Trust Fund for a term to run from July 1, 2018 to June 30, 2021.

Approved by CONSENT.

Motion 2:

THAT the Board of Governors, on the recommendation of the Governance and Human Resources Committee, approve the reappointment of Ron Pink as the Dalhousie Faculty Association-appointed trustee of the Pension Trust Fund and the Retirees Trust Fund for a term to run from July 1, 2018 to June 30, 2020.

Approved by CONSENT.

Motion 3:

THAT the Board of Governors, on the recommendation of the Governance and Human Resources Committee, approve the reappointment of David Cameron as the Retiree trustee of the Retirees Trust Fund for a term to run from July 1, 2018 to June 30, 2021.

Approved by CONSENT.

2.5.3 Student Observer – University Investment Committee

THAT the Board of Governors, on the recommendation of the Governance and Human Resources Committee, approve the appointment of Kathleen Olds as a non-voting student observer at University Investment Committee meetings or other events at which the University Investment Committee has scheduled a consideration of the assessment of a third-party search for fossil-free investment funds as set out in the motion approved by the Board of Governors on February 13, 2018.

Approved by CONSENT.

2.6 Appointment of External Auditors for 2018-19

THAT the Board of Governors, on the recommendation of the Finance, Audit, Investment and Risk Committee, approve the appointment of KPMG as auditors of the University for the year ending March 31, 2019.

Approved by CONSENT.

2.7 Matters from Senate

2.7.1 New Program: MSc Business

THAT the Board of Governors approve the new program proposal for a Master of Science in Business (MScB) as presented.

Approved by CONSENT.

2.7.2 Program Termination: Diagnostic Cytology

THAT the Board of Governors approve the termination of the Diagnostic Cytology program as presented.

Approved by CONSENT.

2.8 Indigenous Acknowledgement

THAT the Board of Governors, on the recommendation of the Governance and Human Resources Committee, adopt the following statement for use at its meetings and official events:

Dalhousie University is located in Mi'kma'ki, the ancestral and unceded territory of the Mi'kmaq. We are all Treaty people.

Approved by CONSENT.

3. Business Arising from the Minutes

There was no business noted.

4. Chair's Report

L. Stordy welcomed new student Board members Kathleen Olds and Aaron Prosper. He also welcomed DFA President, Dr. David Westwood, who will serve as the DFA Observer for 2018-19. He acknowledged the contributions of the outgoing Provost and Vice-President Academic, Carolyn Watters, and the outgoing Associate Vice-President Academic, Fiona Black, thanking them for their outstanding service. On behalf of the Board, he expressed his gratitude to retiring Board member Gail Tomblin Murphy for her significant contributions to the Board.

5. President's Report

R. Florizone thanked the Board for the support given to him and his administration over the past five years. While noting that the role he will take up as Director of the Quantum Valley Ideas Lab in Waterloo, which he assumes in January 2019, allows him to return to his roots in physics and innovation, he acknowledged it was a difficult decision to make.

5.1 University Strategic Direction 2014-2018 – Progress Report

R. Florizone presented to the Board on the Year 4 Progress Report, highlighting achievements and progress in the five strategic areas. Following this report, K. Hewitt expressed his gratitude to R. Florizone for the leadership he has provided over the years and his support to the University Senate. Dr. Hewitt and Dr. A. Aiken also provided some additional information to provide context for the tri-council data noted in the presentation.

6. Dalhousie Student Union President's Report

A. Prosper noted that Dalhousie and the Dalhousie Student Union (DSU) are recognized for their inclusivity and diversity efforts, speaking to inquiries he has fielded from other Maritime student union organizations seeking guidance on improving representation of Indigenous students (and the provision of services to assist them). He noted that he is the first Indigenous person to be elected as President of the DSU.

A. Prosper spoke to a variety of current DSU initiatives, including his plan to undertake a long-term strategic planning exercise. This is timely, given the University's plan to begin the renewal of its strategic directions. He noted that he would like to build more explicit key partnerships with the University; currently, the DSU and Dalhousie are working together on many initiatives, but he would like to be more intentional about this. He noted recent partnering achievements, including the new Sexualized Violence Policy and the expansion of the Dalplex fitness centre.

As part of the strategic planning exercise, and in keeping with the Student Union Building's 50th anniversary in November, he intends to embark on 50 days of listening to understand the needs and concerns of students. He also noted that his personal goal is to build and foster student leadership; given that student terms on such bodies as the Board of Governors and Senate are short, he would like to examine how the DSU might be structured to be able to partner more effectively with these bodies and University administration.

7. Items for Decision

Administrative/Financial Matters

7.1 2017-2018 Operating Budget Report

A. Palmetter spoke to this item, highlighting key elements of the 2017-18 operating budget results.

7.2 2017-2018 Audited Financial Statements

A. Palmetter presented on this item, referring to the audited consolidated financial statements in the meeting package.

A. Palmetter moved, seconded by R. Richardson:

THAT the Board of Governors, on the recommendation of the Finance, Audit, Investment and Risk Committee, approve the audited Financial Statements of the University for the year ended March 31, 2018.

CARRIED.

7.3 2018-2019 Operating Budget Approval

A. Palmetter spoke to the proposed 2018-19 operating budget, noting that it is a balanced budget with revenues and expenditures of \$428.4 million; an increase of \$13 million from the 2017-18 operating budget. The revenues include an increase in provincial operating grants of 1% (\$2.1 million) and a projected increase in tuition revenue of \$9.8 million.

A. Palmetter moved, seconded by C. Dorrington:

THAT the Board of Governors, on the recommendation of the Finance, Audit, Investment and Risk Committee, approve the 2018-2019 Operating Budget with revenues and expenditures each of \$428,408,000.

CARRIED.

(A. Prosper, K. Olds, J. Ryant opposed)

Student/HR Policy Matters

7.4 Draft Sexualized Violence Policy

C. Thomas introduced this item, highlighting the extensive consultation during the development process, and the approval of the resulting draft policy by Senate (after review and recommendation by two Senate committees), and the review by both the Board's Academic and Student Affairs Committee (ASAC) and the Governance & Human Resources Committee. She spoke to the key discussion points at both committees and noted the legal opinion prepared by internal Legal Counsel as a result of queries voiced at the ASAC meeting around procedural fairness and natural justice. She noted that an implementation plan has also been developed and this plan includes community education and training. She also reported that the draft policy received an excellent assessment by a national student group.

Following this report, L. Stordy also spoke briefly to the concerns raised with him by the Dalhousie Faculty Association with respect to the policy's compliance with the collective agreement. He noted that the Governance & Human Resources Committee, after reviewing the opinion from Legal Counsel, was comfortable that the draft policy complies with existing agreements. K Hewitt spoke to the review at Senate, noting that the policy engaged senators in discussion to a degree that he has not seen in respect to other policies. He clarified that the policy was approved by Senate to the extent that Senate has jurisdiction in respect to matters addressed by the policy. He commended all involved for the significant work on this policy. A. Prosper spoke in favour of the motion, noting the involvement of the Dalhousie Student Union and the significant student input into the development of this new policy. E. Gibson spoke to the issues she raised at the ASAC meeting in relation to concerns about procedural fairness; these issues remain a concern for her. It was noted that a review of the policy will take place within six months.

C. Thomas moved, seconded by P. Simon:

1. THAT the Board of Governors, on the recommendation of the Academic and Student Affairs Committee and the Governance and Human Resources Committee, approve the Sexualized Violence Policy as presented, effective September 1, 2018.

AND

2. THAT the Board of Governors, on the recommendation of the Academic and Student Affairs Committee and the Governance and Human Resources Committee, approve the revocation of the University's Sexual Harassment Policy, effective August 31,

2018.

AND

3. THAT the Board of Governors, on the recommendation of the Academic and Student Affairs Committee and the Governance and Human Resources Committee, approve that all references to the University's Sexual Harassment Policy in University policies, procedures or other documents be amended to read Sexualized Violence Policy.

CARRIED.
(E. Gibson opposed).

8. Items for Information

8.1 Board Standing Committee Reports

L. Stordy referred members to the committee reports in the meeting package.

S. Porter, Chair of the Community Affairs Committee (CAC), highlighted the *Capital Campaign Progress and Readiness* and the *Dalhousie Sustainability Program and Initiatives* presentations made to the CAC at its recent meeting. She noted the Committee's recommendation that Rochelle Owen, Director of the Office of Sustainability, be invited to present to the full Board in the fall. She noted that this presentation was very compelling, and the information covered in it should be more widely known by the Board.

9. In Camera Session

The Board moved to an *in camera* session.

10. Adjournment

The meeting was adjourned at 5:55 p.m.