



BOARD OF GOVERNORS
Approved Minutes of the Meeting (Open Session) held on
Tuesday, June 27, 2023, 3:00 p.m.
Videoconference

MEMBERS PRESENT:

Cheryl Fraser (Board Chair), Eshan Arora, Paul Beesley, Level Chan, Ryan Dee, Glen Dexter, Angeline Gillis, Ahsan Habib, Frank Harvey, Kristan Hines, Shona Kinley, Jay MacIsaac, Merle MacIsaac, Catherine MacPherson, Angela Siegel, Devarsh Sood, Louise Spiteri

MEMBERS REGRETS:

Anne Campbell, Cassandra Dorrington, Joyce Hoeven, Mariam Knakriah, Arvin Ramlakhan, Caroline Zayid

NON-MEMBERS PRESENT:

Kim Brooks (Provost & VP Academic), Matt Hebb (VP Government & Global Relations), John Hope (General Counsel & University Secretary), Gitta Kulczycki (VP Finance & Administration), Cheryl MacDonald (Associate Secretary, Board of Governors), Judith Ng'ethe (Associate Secretary of Senate)

GUESTS:

Adam Robertson (University Registrar and Assistant Vice-President, Enrolment Management), Jennifer Bain (Associate Vice-President Research), Jen Laurette (Assistant Vice-President Development), Theresa Rajack-Talley (Vice-Provost Equity and Inclusion), Chloe Westlake (Senior Manager, Comms & Special Projects, President's Office), Carey Blair (External Auditor – KPMG), Mary-Ann RowIston (Director, Budgets and Financial Analysis), Cheryl Earle (Chief Financial Officer and Assistant Vice-President Financial Services), Melissa MacKay (Assistant Vice-Provost, Campus Living and Student Wellbeing), Laurel Munroe (Director of Communications and Public Relations), Matt Proctor (Assistant Vice-President Communications, Marketing and Creative Services), David Westwood (DFA Observer)

1. Approval of Agenda

The agenda was approved as presented.

2. Consent Agenda

All items were adopted by consent.

2.1 Minutes of Meetings of March 28, 2023 and April 18, 2023

THAT the minutes of the meetings of March 28, 2023 and April 18, 2023 be approved as presented.

Approved by CONSENT.

2.2 Board of Governors Appointments 2023-24

MOTION 1:

THAT the Board of Governors, on the recommendation of the Governance and Human Resources Committee, approve the reappointment of Dr. Ahsan Habib as a Senate-appointed faculty representative on the Board of Governors of Dalhousie University for a three-year term from July 1, 2023 to June 30, 2026

Approved by CONSENT.

MOTION 2:

THAT the Board of Governors, on the recommendation of the Governance and Human Resources Committee, approve the reappointment of Merle MacIsaac to the Board of Governors of Dalhousie University, for a three-year term from July 1, 2023 to June 30, 2026.

Approved by CONSENT.

MOTION 3:

THAT Board of Governors, on the recommendation of the Governance and Human Resources Committee, approve the reappointment of Cheryl Fraser as an alumni representative on the Board for a three-year term from July 1, 2023 to June 30, 2026.

Approved by CONSENT.

MOTION 4:

THAT Board of Governors, on the recommendation of the Governance and Human Resources Committee, approve the appointment of Alana Riley as an alumni representative on the Board for a two-year term from July 1, 2023 to June 30, 2025.

Approved by CONSENT.

MOTION 5:

THAT Board of Governors, on the recommendation of the Governance and Human Resources Committee, approve the appointment of Jo Galarneau as an alumni representative on the Board for a two-year term from July 1, 2023 to June 30, 2025

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 Kristan Hines as Vice-Chair of the Board of Governors for a one-year term from July 1, 2023 to June 30, 2024.

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, 2023.

**Academic and Student Affairs
Finance, Audit, Investment and Risk
Capital Projects and Facilities
Community Affairs**

**Level Chan
Cassandra Dorrington
Paul Beesley
Kristan Hines**

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 attached list dated June 9, 2023.

Approved by CONSENT.

2.5 Board Appointments to University Committees

2.5.1 Appointment of IC Member, PTF and RTF Trustee

THAT the Board of Governors, on the recommendation of the Governance and Human Resources Committee, approve the reappointment of Paul Conrod as a member of the University Investment Committee and as a trustee of the Pension Trust Fund and the Retiree's Trust Fund for a term to run from July 1, 2023 to June 30, 2026.

Approved by CONSENT.

2.5.2 Appointment of Board Representative – Senate Honorary Degrees Committee

THAT the Board of Governors, on the recommendation of the Governance and Human Resources Committee, approve the appointment of Cheryl Fraser as a Board of Governors representative on the Senate Honorary Degrees Committee for a three-year term from July 1, 2023 to June 30, 2026.

Approved by CONSENT.

2.5.3 Appointment of Board Representative – Vice-President Advancement Search Committee

THAT the Board of Governors, on the recommendation of the Governance and Human Resources Committee, approve the appointment of Kristan Hines as the Board representative on the search committee for the Vice-President Advancement, such appointment effective as of the date of Board approval.

Approved by CONSENT.

2.5.4 Appointment of Board Representative – Vice-President People and Culture Search Committee

THAT the Board of Governors, on the recommendation of the Governance and Human Resources Committee, approve the appointment of Cheryl Fraser as the Board representative on the search committee for the Vice-President People and Culture, such appointment effective as of the date of Board approval.

Approved by CONSENT.

2.6 Appointment of External Auditors for 2023-24

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, 2024.

Approved by CONSENT.

2.7 FAIR Committee Terms of Reference amendment

THAT the Board of Governors, on the recommendation of the Governance and Human Resources Committee, approve amendments to the Duties and Responsibilities section, item (b) and the Governance section of the Terms of Reference for the Finance, Audit, Investment and Risk Committee as presented.

Approved by CONSENT.

2.8 Intellectual Property Policy amendment

THAT the Board of Governors approve the amended *Intellectual Property Policy*.

Approved by CONSENT.

2.9 Student Referendum Fee Proposal

THAT the Board of Governors, on the recommendation of the Finance, Audit, Investment and Risk Committee, approve the increase to the Dalhousie Loaded Ladle fee of \$1.50 per full- time student per semester (to a total of \$6.00 per semester) and a fee of \$1.50 per part-time student per semester (to a total of \$4.00 per semester) on the Halifax campus.

Approved by CONSENT.

2.10 Matters from Senate

2.10.1 New Program Master of Nursing: Advanced Practice - Mental Health & Addictions

THAT the Board of Governors approve the proposed new program to be known as Master of Nursing: Advanced Practice - Mental Health & Addictions, Faculty of Health and Faculty of Graduate Studies.

Approved by CONSENT.

2.10.2 Black and African Diaspora Studies:

New programs:

- i) Bachelor of Arts, Major/Double Major in Black and African Diaspora Studies;**
 - ii) Bachelor of Science, Double Major in one BSc major subject and Black and African Diaspora Studies;**
 - iii) Bachelor of Arts, Honours in Black and African Diaspora Studies;**
 - iv) Bachelor of Arts, Combined Honours in Black and African Diaspora Studies (and X);**
 - v) Bachelor of Science, Combined Honours in one BSc major/honours subject and Black and African Diaspora Studies;**
- Major Modification: Black and African Diaspora Studies Minor program**
New Certificate: Black and African Diaspora Studies

MOTION 1:

THAT the Board of Governors the following new programs:

- a) Bachelor of Arts, Major/Double Major in Black and African Diaspora Studies**
- b) Bachelor of Science, Double Major in one BSc major subject and Black and African Diaspora Studies**
- c) Bachelor of Arts, Honours in Black and African Diaspora Studies**
- d) Bachelor of Arts, Combined Honours in Black and African Diaspora Studies (and X)**
- e) Bachelor of Science, Combined Honours in one BSc major/honours subject and Black and African Diaspora Studies**

Approved by CONSENT.

MOTION 2:

THAT the Board of Governors approve the proposal for major modification to the Black and African Diaspora Studies Minor program.

Approved by CONSENT.

MOTION 3:

THAT the Board of Governors approve the proposed certificate in Black and African Diaspora Studies

Approved by CONSENT.

2.10.3 Major Modification: Master of Applied Science in Biomedical Engineering, Faculty of Medicine, Faculty of Engineering and Faculty of Graduate Studies

THAT the Board of Governors approve the major modification to the Master of Applied Science in Biomedical Engineering program, Faculty of Medicine, Faculty of Engineering and Faculty of Graduate Studies, as presented.

Approved by CONSENT.

2.10.4 Major Modification: Master of Business Administration, Faculty of Management and Faculty of Graduate Studies

THAT the Board of Governors approve the proposed modification to the Master of Business Administration program (Faculty of Management and Faculty of Graduate Studies) as follows:

- a. Embedding of Equity, Diversity, Inclusion, Accessibility and Decolonization (EDIAD) into the curriculum and applying a United Nations (UN) Sustainable Development Goals (SDG) lens to syllabus creation;**
- b. Reduction of the total required credit hours for the Corporate Residency pathway to 48 credit hours;**
- c. Reduction of the total required credit hours for the Career Advanced pathway to 36 credit hours;**
- d. Changing the common elective offerings for the Career Advanced and Corporate Residency pathways from the current 12-week 3 credit hour format to a 6-week 1.5 credit hour format delivered synchronously and asynchronously;**
- e. Creation of 29 elective courses;**
- f. Introduction of blended- synchronous and asynchronous- program;**
- g. Inclusion of a flagship eight-month corporate residency work term for the Corporate Residency MBA pathway and the JD/MBA pathway; and**

h. Providing Corporate Residency pathway students with the option to study part-time following completion of their work-term.

Approved by CONSENT.

2.10.5 Major Modification: Bachelor of Health Science - Diagnostic Medical Ultrasound Technology, Faculty of Health

THAT the Board of Governors approve the major modification to the Bachelor of Health Science – Diagnostic Medical Ultrasound Technology program (Faculty of Health).

Approved by CONSENT.

2.10.6 Renaming and Restructuring of Research Centre – Atlantic Institute of Criminology

THAT the Board of Governors approve the proposed renaming and restructuring of the Atlantic Institute of Criminology and its creation as a Dalhousie research centre known as the Clairmont Centre for Community Safety Research.

Approved by CONSENT.

3. Business Arising from the Minutes

3.1 Tuition and auxiliary fee review

G. Kulczycki addressed a query raised at the March 28 Board of Governors Meeting regarding the setting of tuition and fee structures, with specific interest in confirming that tuition and fees are accurately reflected in the allocation of total costs to students. She referred members to the materials included in the meeting package and spoke to regulations guiding mandatory auxiliary fees, noting that while they vary greatly across Canada the common element is that they are intended to be for the purpose of cost recovery. She noted a number of student fees are collected on behalf of the Dalhousie Student Union, which has no mechanism for billing students directly.

4. Chair's Report

C. Fraser congratulated Dalhousie's recent graduates and thanked organizers of the successful convocation ceremonies. C. Fraser thanked retiring Board members D. Sood and A. Ramlakhan for their significant contributions to the Board and Dalhousie during their respective terms.

C. Fraser spoke to the recent Nova Scotia wildfires and thanked administration, particularly members of the Human Resources and Ancillary Services staff, for their aid in providing support to members of the Dalhousie community who were impacted.

Lastly, C. Fraser thanked Board of Governors members, administration and faculty for their time and dedication during the 2022-23 academic year.

5. President's Report

F. Harvey expressed his appreciation to the retiring board members for their valuable contributions to Dalhousie and welcomed the newly appointed members. F. Harvey also extended his appreciation to all who worked in supporting Dalhousie community members affected by the Nova Scotia wildfires.

F. Harvey highlighted enrolment numbers for the fall term noting that international enrolment numbers are being closely monitored.

F. Harvey closed his report by thanking Board members for their support over the past year.

5.1 Annual Strategic Plan Progress Report 2022-23

F. Harvey, K. Brooks, J. Bain, M. Hebb, and G. Kulczykzi presented the Annual Progress Report 2022-23 highlighting achievements and progress in the five pillars of Dalhousie's Strategic Plan Third Century Promise: Exceptional Student Experience; Inclusive Excellence; High-Impact Research; Civic University with Global Impact; and A Foundation for Inclusion and Distinction.

Following the report, discussion and questions surrounded the importance of KPIs particularly in the areas of student engagement during enrolment and retention, for equity deserving groups following hiring, and metrics on a global scale as part of Pillar 4 – Civic University with Global Impact.

F. Harvey noted that the Strategic Initiatives Plan provides an outline of priority initiatives associated with each of the five pillars for the upcoming year. These will be the focus of what is presented to the Board in the following year.

6. Dalhousie Student Union President's Report

The Dalhousie Student Union President was not present, and their report was deferred to later in the meeting.

7. Items for Decision

Finance, Audit, Investment & Risk Committee

7.1 2022-2023 Operating Budget Report – [For Information]

J. MacIsaac introduced the report and provided a summary of the 2022-2023 results. There were no questions on the report.

7.2 2022-2023 Audited Financial Statements (material in attachment 7.1)

J. MacIsaac presented the Audited Financial Statements for 2022-23. He noted the Finance, Audit, Investment and Risk Committee, at its meeting on June 19, 2023, reviewed the audited consolidated financial statements along with the Operating Budget results report and the audit findings report from the external auditors KPMG. Highlights from the statements include an unrestricted surplus of \$3.1M, representing 0.64% of operating revenues. This surplus is due primarily to increased investment earnings and tuition along with savings in utility costs and unspent contingency. The surplus will be used to address pressures related to the renewal and modernization of core facilities across Dalhousie's campuses.

Moved by J. MacIsaac, seconded by L. Spiteri:

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, 2023.

CARRIED.

8. Items for Information

8.1 Unsanctioned Street Parties – mitigation efforts underway for fall events

M. MacKay introduced a recorded presentation by R. Ezekiel. The presentation provided context for the growing challenge of unsanctioned street parties and highlighted various mitigation strategies that aim to lessen the frequency and severity of these large gatherings. Strategies include continuation of the collective impact process and neighbour engagement, planning for enhanced campus vibrancy and student

engagement for fall 2023, and a joint HRM-Dalhousie task force to enhance coordinated planning on prevention, response, and follow-up efforts.

Following the report, M. MacKay responded to questions noting that the approach to campus programming is viewed through a health promotion lens with a goal to reducing harms while creating inclusive opportunities for all students. Efforts to create a more vibrant campus environment will balance approaches around harm reduction and safety while providing varied programming options. She also responded to a question related to targeted student messaging regarding fall events.

8.2 Board Principles of Engagement

J. Hope presented the proposed principles of engagement for Board members, Committee Chairs, the Board Chair, and a process for dealing with a breach of the principles of engagement for members of the Board of Governors. These would replace the existing documents that address the responsibilities of Board members and allow for a more modern approach that fully captures all of the expectations of Board members.

Following the report, J. Hope responded to questions of clarification and received feedback on the documents. Members expressed their full support for this initiative. The documents will be finalized over the summer and brought back to the board for approval in the fall.

8.3 Bi-Cameral Governance Working Group Update

C. MacPherson provided members with a brief update on the work being done by the Bi-Cameral Governance Working Group (BGWG) regarding the recommendations contained in the Report on the external review of Dalhousie University's governance. The BGWG is responsible for managing the implementation plan and assigning actions to the appropriate groups and will support the advancement of the work with the Governance & Human Resources Committee responsible for oversight of Board recommendations and the Senate Planning and Governance Committee responsible for oversight of Senate recommendations. An initial mapping of the recommendations has been conducted and a work plan will be developed over the summer months. C. MacPherson noted that while some recommendations are relatively simple to implement, others will take time and will benefit from consultation for further input, insight, and perspective.

8.4 Board Standing Committees – Annual Reports

C. Fraser referred members to the Standing Committee Annual Reports that were included in the meeting package. There were no questions on the reports.

C. Fraser expressed her appreciation to C. MacDonald for her work in supporting the Board and Board Committees during the academic year.

9. In Camera Session

The Board moved to the *in camera* session.

10. Adjournment

The meeting adjourned at 6:00 pm.