

CONCORDIA UNIVERSITY
MINUTES OF THE OPEN SESSION
OF THE MEETING OF THE BOARD OF GOVERNORS

Held on Wednesday, September 18, 2002, immediately following the Closed Session,
in Room GM 407-1, SGW Campus

Attendance

Present: Mrs. Lillian Vineberg, *Chairwoman*, Dr. Steven Appelbaum, Dr. Louise Brunette, Me Gerald C. Burke, Dr. William Byers, Mr. Alexander Carpini, Mr. Charles G. Cavell, Dr. June Chaikelson, Mr. Baljit Singh Chadha, Mr. Howard Davidson, Me Rita de Santis, Mr. Chae Dickie-Clark, Mr. Brian Edwards, Dr. Terrill Fancott, Me Pierre Frégeau, *Observer*, Ms. Sabine Friesinger, Mr. George Hanna, Mrs. Judith Kavanagh, Ms. Christine Lengvari, Dr. Loren Lerner, Dr. Frederick Lowy, *Rector and Vice-Chancellor*, Mr. Rocci Luppicini, Sister Eileen McIlwaine Ph.D., Mr. Desmond O'Neill, Mr. John Parisella, *Vice-Chairman*, Mr. Alex G. Potter, Mr. Richard Renaud, *Vice-Chairman*, Mrs. Miriam Roland, Mr. Jacques St-Laurent, Mrs. Mackie Vadacchino de Massy, Mr. Ivan Velan, Mr. Jonathan Wener

Officers of the University: Prof. Marcel Danis, Mr. Michael Di Grappa, Mr. Larry English, Dr. Jack Lightstone

Absent: Mr. Normand Beauchamp, Mr. Alain Benedetti, Mr. Leo Goldfarb, Ms. Suzanne Gouin, Mr. Peter Kruyt, Peter G. McAuslan, Mr. Eric Molson, *Chancellor*

Guests: Me Bram Freedman (Assistant Secretary General and General Counsel), Mr. Garry Milton (Executive Director, Rector's Cabinet)

Documents associated with the Minutes

BG-2002-6-D23	Documents regarding eConcordia.com, including a draft trade-name licence agreement
BG-2002-6-D24	Memo from the Secretary of the Board of Governors regarding a recommendation of the Executive Committee with respect to permanent evaluation procedures for incumbent senior administrators
BG-2002-7-D2	Memo regarding an amendment to the composition of the Employee Benefits Committee
BG-2002-7-D3	Membership of the Standing Committees of the Board
BG-2002-7-D4	Memo regarding an amendment to the composition of the Concordia Council on Student Life
BG-2002-7-D5	Draft agreement between Financement-Québec and Concordia University regarding a \$30,000,000 loan
BG-2002-7-D6	Summary on bond offering
BG-2002-7-D7	Proposed revised University By-Laws
BG-2002-7-D8	Report of the Rector
BG-2002-7-D9	Senate recommendation regarding an amendment to the Policy on the Establishment of the Tribunal Hearing Pools

1. Call to Order

The Open Session was called to order at 10:30 a.m.

1.1 Chairwoman's remarks

Mrs. Vineberg waived her remarks.

1.2 Approval of the Agenda

Mrs. Vineberg mentioned that an item entitled "Amendment to the Policy on the Establishment of Tribunal Hearing Pools" was to be added to the Agenda under 5A.

Upon motion duly moved and seconded (Carpini, Renaud), it was unanimously RESOLVED:

R2002-78 *THAT the Agenda be approved as revised.*

1.3 Approval of the Minutes of the Open Session of the previous meeting (June 19, 2002)

Upon motion duly moved and seconded (McIlwaine, Renaud), it was unanimously RESOLVED:

R2002-79 *THAT the Minutes of the Open Session of the previous regular meeting of the Board, held June 19, 2002, be approved.*

2. Business arising from the Minutes not included on the Agenda

There was no business arising from the Minutes.

3. Amendment to the composition of the Employee Benefits Committee

Upon motion duly moved and seconded (Lowy, Chaikelson), it was unanimously RESOLVED:

R2002-80 *THAT the composition of the Employee Benefits Committee be amended as outlined in Document BG-2002-7-D2.*

4. Membership of Standing Committee of the Board

Mrs. Vineberg specified that the assignment to Board committees would be revised once the two other undergraduate students have been appointed to the Board. She also informed the Board of a few changes to be brought to Document BG-2002-7-D3 which had been distributed at the meeting.

Upon motion duly moved and seconded (Renaud, Burke), it was unanimously RESOLVED:

R2002-81 *THAT the membership of the Standing Committees of the Board of Governors be approved, as set out in Document BG-2002-7-D3, as revised.*

5. Amendment to the composition of the Concordia Council on Student Life

Upon motion duly moved and seconded (Lowy, Chaikelson), it was unanimously RESOLVED:

R2002-82 *THAT the composition of the Concordia Council on Student Life be amended as outlined in Document BG-2002-7-D4.*

5A. Amendment to the Policy on the Establishment of Tribunal Hearing Pools

Mrs. Vineberg reminded Governors that Document BG-2002-7-D9 had been distributed at the meeting.

Upon motion duly moved and seconded (Lowy, Renaud), it was unanimously RESOLVED:

R2002-83 *THAT, upon the recommendation of Senate, the Board of Governors approve the amendment of the Policy on the Establishment of Tribunal Hearing Pools (BD-6), as set out in Document BG-2002-7-D9.*

6. Borrowing of \$30 million from Financement-Québec

Upon motion duly moved and seconded (Renaud, O'Neill), it was RESOLVED with one abstention:

R2002-84 *WHEREAS by virtue of a resolution adopted on June 19, 2002, the Board of Governors of Concordia University (the "University") has contracted a loan up to the amount of sixty million dollars (\$60,000,000) by way, among others, of several loans contracted with Financement-Québec (the "Société");*

WHEREAS the Board of Governors must approve the terms and conditions of a loan in the amount of thirty million dollars (\$30,000,000);

BE IT RESOLVED:

THAT the University be authorized to borrow the sum of thirty million dollars (\$30,000,000) from the Société (the "Loan") and for such purpose to enter into a loan agreement, a draft copy of which is appended to the present resolution to form an integral part thereof;

THAT the Loan comprise the terms and conditions described in Schedules A and B appended to the present resolution to form an integral part thereof;

THAT for the purpose of ascertaining the Loan, the University be authorized to sign in favour of the Société a note in the amount of thirty million dollars (\$30,000,000), a draft copy of which is appended to the present resolution to form an integral part thereof;

THAT for the purpose of guaranteeing the payment of the principal and interest on the Loan, the University be authorized to grant in favour of the Société a movable hypothec without delivery with respect to the subsidy which will be granted to it by the Ministry of Education, in the name of the government of Quebec, and for such purpose to execute an agreement of movable hypothec, a draft copy of which is appended to the present resolution to form an integral part thereof;

THAT the draft loan agreement, draft agreement of movable hypothec and note appended to the minutes of this meeting be approved and that any two officers from among the Rector and Vice-Chancellor, Chief Financial Officer or General Secretary of the University, provided that they shall act jointly, be and are hereby authorized, in the name of the University, to sign the loan agreement, agreement of movable hypothec and note, to give effect to all the clauses and guarantees not substantially incompatible herewith, to receive the net proceeds of the Loan, to give good and valid release, to deliver the said note

to the Société and to do all acts and to sign all documents necessary or useful to give full effect hereto.

7. Authorization to request liquor permits

Upon motion duly moved and seconded (Lowy, Chadha), it was unanimously RESOLVED:

R2002-85 *WHEREAS Concordia University wishes to apply for certain liquor permits from the Régie des alcools, des courses et des jeux;*

BE IT RESOLVED:

THAT Ms. Johanne De Cubellis, Assistant Director, Auxiliary Services, is hereby authorized to apply to the Régie des alcools, des courses et des jeux for liquor permits for and on behalf of Concordia University and is authorized to sign any and all documentation in relation to said applications.

8. Update regarding the long-term financing of the downtown building projects

This item was deferred to the October meeting.

9. eConcordia

This item was deferred to the October meeting.

10. Recommendation of the Executive Committee regarding the report and recommendation from the Task Force to Review Permanent Evaluation Procedures for Incumbent Senior Administrators

Dr. Chaikelson suggested a change to the wording relating to the Chair.

Upon motion duly moved and seconded (Renaud, Vaddachino de Massy), it was RESOLVED with two abstentions:

2002-86 *THAT, upon the recommendation of the Executive Committee, the Board of Governors approve the Evaluation procedures for senior administrators in the penultimate year of their first mandate, as set out in Document BG-2002-6-D24, as revised.*

11. Amendment to the University By-Laws

This item was deferred to the October meeting.

12. Reports on Concordia's compliance with certain legal obligations

12.1 Report on compliance with fiscal requirements

Chief Financial Officer Larry English reported he was satisfied with the procedures followed for computing and remitting taxes withheld from employees and employers' contributions as well as for GST and QST claims, and that the University had fully complied with its statutory fiscal obligations. A copy of his written report had been deposited with the Secretary of the Board of Governors.

12.2 Report on compliance with environmental legislation and health and safety regulations

Vice-Rector, Services Michael Di Grappa reported that the *Quarterly environmental health and safety report on due diligence* had been deposited with the Secretary of the Board of Governors. He brought to the Governors' attention certain issues, namely the closure on August 8 of the boiler room on the Loyola Campus following CSST intervention and a small fire on the roof of the new Science Complex construction site on the evening of September 13.

Mr. Di Grappa also said that the Emergency Management Team had met prior to and directly following the planned visit by Benjamin Netanyahu and had started the process of evaluating both the planning and operation of the event. A report will be submitted to the Rector for his consideration.

13. Report of the Rector

Dr. Lowy reminded Governors that a copy of his report had been included in the Board documentation, under number BG-2002-7-D8. Given the late hour, he spoke only of the two following items:

- The Concordia Shuffle will take place on September 27. The Rector encouraged all Governors to sponsor those who will be participating in the annual walk from the downtown campus to the Loyola campus, in order to collect funds for scholarships and bursaries for deserving Concordia students.
- The Concordia Centraide Campaign will be kicking off shortly. Dr. Lowy reminded Governors of the important role Centraide plays in funding many charitable organizations in the Montreal region. He asked Governors to consider making their donations through Concordia University.

Mrs. Vineberg informed the assembly that during Closed Session, the Board of Governors adopted a document entitled "A Cooling-off period at Concordia University" together with a Policy on the Treatment of Student Disciplinary Matters in Exceptional Cases. The Board also passed a resolution regarding information and display tables in the Hall Building. The details of the aforementioned resolutions and Policy will be disclosed to the University community later this day.

Mr. Dickie-Clark queried the Rector about the reasons for the change of venue of the Benjamin Netanyahu event from the Loyola Campus, as originally recommended, to the Sir George Williams campus. Dr. Lowy responded that the organizer of the event, Hillel together with representatives of the Federation of Jewish Community Agencies had met with him and other members of the Rector's Cabinet and had asked that the location be reconsidered, given that activities related to Middle-East had previously been held downtown. Hillel and their supporters were told that the event could take place in the Hall Building only if there was assurance from Security that the Hall Building activities could be maintained as scheduled. The security measures requested were granted and assurance was given. In the event, of course, these proved to be inadequate.

14. Reports of the Vice-Rectors

14.1 Provost

14.2 Vice-Rector, Services

- 14.3 Vice-Rector, Institutional Relations and Secretary-General
14.4 Chief Financial Officer

The aforementioned reports were waived.

15. Correspondence

There was no correspondence to report.

16. Any other business

Mr. O'Neill indicated that he had been mandated by the Concordia University Inter-Union Council to distribute a statement to the Board of Governors that sets out the safety concerns expressed by employees with respect to the invitation of Benjamin Netanyahu and the ensuing demonstrations. Mr. O'Neill emphasized that those concerns must not be trivialized. He reiterated the Inter-Union Council's demand for responsible and thorough risk analysis for all situations that could potentially lead to demonstrations and protests.

17. Date of next meeting

The next meeting will be held on October 16, 2002, at 8 a.m., on the SGW Campus.

18. Adjournment

The Open Session adjourned at 11:00 a.m.

Danielle Tessier
Secretary of the Board of Governors