



BG-2003-4

MINUTES OF THE OPEN SESSION
MEETING OF THE BOARD OF GOVERNORS

Held on Wednesday, April 16, 2003, immediately following the Closed Session,
in Room GM 407-1, SGW Campus

Attendance

Present: Mrs. Lillian Vineberg, *Chairwoman*, Mr. Normand Beauchamp, Dr. Louise Brunette, Me Gerald C. Burke, Mr. Alexander Carpini, Mr. Howard Davidson, Me Rita de Santis, Mr. Chae Dickie-Clark, Mr. Brian Edwards, Dr. Terrill Fancott, Mr. George Hanna, Mrs. Judith Kavanagh, Mr. Peter Kruyt, Dr. Lawrence Kryzanowski, Ms. Christine Lengvari, Dr. Loren Lerner, Dr. Frederick Lowy, *Rector and Vice-Chancellor*, Mr. Rocci Luppicini, Sister Eileen McIlwaine Ph.D., Mr. Eric Molson, *Chancellor*, Mr. Desmond O'Neill, Mr. John Parisella, *Vice-Chairman*, Mr. Alex G. Potter, Mr. Richard Renaud, *Vice-Chairman*, Mrs. Miriam Roland, Mrs. Mackie Vadicchino de Massy, Mr. Ivan Velan, Ms. Sobia Virk, Mr. Jonathan Wener

Observer: Me Pierre Fréreau

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

Absent: Mr. Alain Benedetti, Dr. William Byers, Mr. Charles G. Cavell, Hon. Baljit Singh Chadha, P.C., Dr. June Chaikelson, Mr. Youri Cormier, Ms. Sabine Friesinger, Mr. Leo Goldfarb, Ms. Suzanne Gouin, Mr. Peter G. McAuslan, Mr. Jacques St-Laurent

Also present: Me Suzanne Birks (Legal Counsel), Me Bram Freedman (Assistant Secretary General and General Counsel)

Documents associated with the Minutes

BG-2003-4-D1	Memo from the Dean of Students regarding the Recreation and Athletics fee
BG-2003-4-D2	Memo from the Dean of Students regarding the Student Services fee
BG-2003-4-D3	Memo from the Dean of Students regarding the CSU fees
BG-2003-4-D4	Trade-name licence agreement between the University and eConcordia.com
BG-2003-4-D5	Services agreement between the University and eConcordia.com

1. Call to Order

The Open Session was called to order at 8:05 a.m.

1.1 Chairwoman's remarks

Mrs. Vineberg opened her remarks by acknowledging the presence of Mr. Les Lawton, Interim Director of the Department of Recreation and Athletics and coach of the women's hockey team. She was pleased to reiterate to him in person the motion of congratulations which had been adopted by the Board at the February meeting with respect to his 500th career win.

The Chairwoman also reminded Governors that a brochure and pledge form had been included in their Board package for the 14th Défi Corporatif Canderel, the annual "fun run" to raise funds for cancer research, which will take place on May 2 at noon. The Advancement Office is coordinating Concordia's participation and will be sending a team to represent the University.

Mrs. Vineberg informed the Board that Me Bram Freedman, the Assistant Secretary-General and General Counsel, is leaving Concordia at the end of April after 11 years. As the chief legal officer of the University, he had been involved in virtually every aspect of the University's operations and was responsible for defending the University's legal interests before the courts and administrative tribunals. Me Freedman is leaving Concordia to become the Director of Administration and Strategic Initiatives for Federation Combined Jewish Appeal in Montreal, the Jewish fundraising and social services infrastructure of Montreal which is also one of the largest such federations in North America.

Mrs. Vineberg was pleased to inform the Board that Me Suzanne Birks has recently joined the University as Legal Counsel and that Me Freedman will be working closely with her over the next few weeks to ensure as smooth a transition as possible. Mrs. Vineberg apprised the Board of Me Birks's vast legal experience. On behalf of the Board of Governors, the Chairwoman thanked Me Freedman for his work over the years, wishing him the best of luck for the future, and welcomed Me Birks to Concordia.

In closing, Mrs. Vineberg congratulated the winning slate and other student representatives who were elected in the recent CSU elections.

1.2 Approval of the Agenda

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

R2003-30 *THAT the Agenda be approved as submitted.*

1.3 Approval of the Minutes of the Open Session of the previous meeting (March 19, 2003)

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

R2003-31 *THAT the Minutes of the Open Session of the previous regular meeting of the Board of Governors, held March 19, 2003, be approved.*

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

In response to queries by Mr. Dickie-Clark and Ms. Vaddachino de Massy, Chief Financial Officer Larry English informed the Board that the funds collected by the

University on behalf of the CSU, which had remained in escrow, had been transferred to the CSU on the day of receipt of the final report by the independent firm Samson Bélair Deloitte Touche.

3. 2002-2003 Concordia Annual Giving Campaign

Mr. Peter Kruyt, Chair of the University Advancement Committee, gave an update on the fundraising activities and their instrumental role in the growth and development of Concordia. The successes of the fundraising efforts are coming to fruition, as witnessed by the construction of the new buildings. However, other areas, such as faculty renewal, student awards and research initiatives, require increased funding.

Mr. Kruyt reminded Governors that the Advancement Office initiated an annual campaign structure about three years ago, in order to continue to solicit support from alumni, friends, corporations, foundations and the internal community. This year 20 alumni from the personal canvass teams in Montreal, Toronto and Western Canada, which started out as only six in 2000, are expected to raise over a million dollars.

Mr. Kruyt informed the Board that he was pleased with the response he received last year following his appeal to the Board and was particularly grateful for one large gift received from a Governor. In closing, Mr. Kruyt said that it is a great motivation and strong argument for canvassers to know that the Board supports their efforts. He thanked those Governors who have already given and hoped to include more Governors this year.

4. Anticipated funding formula

Using a Power Point presentation, Chief Financial Officer Larry English gave an overview to the proposed changes to the funding formula and the teaching grant weightings. Changes in the bureaucratic personnel are slowing the emergence of a clear picture. The government's funding for higher education is a fixed sum that must be divided among the universities and colleges. As a result, allocations are relative. The latest funding formula is based on relative costs of academic programs and is likely to disadvantage Concordia. The programs that are attracting the largest increases in enrolments, such as Computer Science, will show the lowest cost, and therefore, according to the funding formula, will receive the lowest weighting.

Mr. English apprised the Board of the different Government proposals for new weightings since November 2001. A joint MEQ-CREPUQ committee was formed, of which Mr. English is a member, to oversee the analysis of average costs in order to improve on the Government's original proposal of November 2001. The last weightings were communicated on March 10, 2003. Under this proposal, Concordia would stand to lose \$1.8 million, rather than the \$4.8 million it would have lost under the November 2001 proposal. However, the increase in Concordia's funding in the March proposal is due to temporary financing from outside the weighting formula.

Mr. English concluded his presentation by pointing out that the funding formula rewards past inefficiencies since it is partially based on historical data. Moreover, it is in direct contradiction with the Contrat de Performance. For the future, meetings will be held with the MEQ to finalize the new formula, during which Concordia's specific differences (two campus operation, shuttle bus, etc.) will be put forth in order to obtain specific funding.

Further to this presentation, a discussion ensued during which several Governors asked questions and commented on the Government proposal.

5. Approval of the recommendation of the Audit Committee regarding the appointment of external auditors

The Vice-Chair of the Audit Committee, Mr. George Hanna, apprised the Board that at its meeting of March 14, 2003, the Audit Committee had considered three major firms and had decided to continue with Samson Bélair Deloitte Touche for the foreseeable future.

Upon motion duly moved and seconded (Hanna, de Santis), it was RESOLVED with one opposed:

R2003-32 *THAT, on the recommendation of the Audit Committee, Samson, Bélair, Deloitte, Touche be reappointed as the University's external auditors for the fiscal year ending on May 31, 2003.*

6. Approval of an increase to the Recreation and Athletics fee

Dr. Fancott opined that the proposal before the Board was very unspecific and difficult to evaluate. Given the high fees paid by students, he wondered if this could be tabled pending the obtention of more information. Mr. Les Lawton was granted speaking privileges and responded that Concordia has one of the lowest recreational and athletics fees among Canadian universities and emphasized that the increase was essential to help fund the expanding facilities, upgrade the equipment and cover travel costs of the sports teams.

Upon motion duly moved and seconded (Luppicini, Lowy), it was RESOLVED with six abstentions:

R2003-33 *THAT WHEREAS the Concordia Council on Student Life (CCSL) is a non-academic advisory body which is mandated to make recommendations regarding student life and, more particularly, regarding the Recreation and Athletics budget and fee;*

WHEREAS, at its meeting of April 4, 2003, CCSL voted in favor of increasing the Recreation and Athletic fee in each of the next three years;

BE IT RESOLVED THAT, on recommendation of CCSL, the Recreation and Athletics fee be increased from its present level of \$2.25 per credit to \$2.35 per credit in 2003-2004; to \$2.45 per credit in 2004-2005; and to \$2.52 per credit in 2005-2006, to take effect with registrations for the Summer term in each of the next three successive years.

7. Approval of the Student Services fee

Upon motion duly moved and seconded (Luppicini, Lowy), it was RESOLVED with one abstention:

R2003-34 *WHEREAS the Concordia Council on Student Life (CCSL) is a non-academic advisory body which is mandated to make recommendations regarding student life and, more particularly, the Student Services budget and fee;*

WHEREAS, at its meeting of April 4, 2003, CCSL voted to maintain the Student Services fee at its current level;

BE IT RESOLVED BE IT RESOLVED THAT, on recommendation of CCSL, the Student Services fee remain at its present level of \$6.90 per credit for next three successive years (2003-2004, 2004-2005 and 2005-2006), to take effect with registrations for the Summer 2003 term (2003/1).

8. Concordia Student Union (CSU) fees

In response to a question, Mrs. Vineberg apprised the Board that the motion regarding the elimination of the Walksafe fee together with the implementation of the fee for the construction of a new student center had been postponed to a later meeting. Thus, today the Board was only being asked to approve the collection of the Art Matters Festival fee.

Mr. Dickie-Clark said that the Art Matters Festival is the largest showcase for Concordia students from all Faculties to display their work. He added that the seed money had originally been provided by Concordia Council on Student Life (CCSL). Me Frégeau, who had sat on CCSL when the initial funding for the Art Matters Festival was approved, stressed the importance of continuing this endeavor.

Further to requests by some Governors to get an overall picture of all fees paid by students, Mr. Dickie-Clark agreed to provide this information the next time the Board is asked to approve the collection of a student fee.

Upon motion duly moved and seconded (Dickie-Clark, Lowy), it was RESOLVED with one abstention:

R2003-35 *WHEREAS, at a referendum held from March 25 to March 27, 2003, members of the Concordia Student Union (CSU) voted in favor of paying a fee for the Art Matters festival;*

WHEREAS the delay for contestation has now passed, and no contestation was filed in relation thereto;

BE IT RESOLVED THAT the Board of Governors authorize the University to collect a fee of \$0.04 per credit for the annual Art Matters festival from all undergraduate students, beginning with registration for the Fall 2003 term (2003/2), in accordance with the University's billing, withdrawal and refund policy.

9. Approval of the trade-name licence agreement and the services agreement between Concordia University and eConcordia.com

A motion was moved by Dr. Lowy, seconded by Me de Santis, to approve the two aforementioned agreements between the University and eConcordia.com.

Dr. Lightstone apprised the Board that a report had been made to Senate and the Board when eConcordia had been created a few years ago. The Board was now being asked to approve the legal documentation to form the basis of the relationship between the University and eConcordia.com. Dr. Lightstone thanked Me de Santis, whose legal expertise had contributed to greatly improving both agreements between the University and eConcordia.com, which is an autonomous for profit corporation. He then answered some questions, which had been posed to him by Mr. Dickie-Clark via email:

- eConcordia was constituted as a private company because of the current financial regulations which would have greatly disadvantaged eConcordia had it been set up as an in-house unit;
- Neither the University Senate nor the Board approve the by-laws of eConcordia in order to preserve the arm's length relationship between both entities. The quality of the services offered by eConcordia is ensured through the Services Agreement for credit courses and the Trade-Name Licence Agreement for not for credit courses;
- The workload for course providers of eConcordia is covered by a separate and distinct contract between eConcordia, the University, and those faculty members and teaching assistants who will participate in course development and delivery.

Me de Santis reiterated that the two agreements now ensure that eConcordia is treated as a third party. The Board of Governors retains authority and control over eConcordia. The agreements set out obligations for eConcordia as well as recourses for the University.

Further to a concern expressed by Dr. Lerner concerning the use of the term "course provider" instead of faculty member or teacher, Me Freedman indicated that some courses offered by eConcordia are not for credit courses. As a result, they may be dispensed by a professional rather than a faculty member. Therefore, the term "course provider" is appropriate in that it covers any person delivering a course, such as a faculty member, a teaching assistant, an academic technologist, a professional, etc. Since other concerns were voiced by Governors, Dr. Lowy asked that those concerns and questions be put down in writing and conveyed to Dr. Lightstone so that he may address them at the next Board meeting. As a result, it was agreed to postpone the approval of the agreements to the next meeting.

10. Report of Standing Committees

10.1 Employee Benefits Committee (April 9, 2003)

Mrs. Judith Kavanagh, the Chair of the Employee Benefits Committee, reported that the Committee had reviewed the optional life insurance renewal report as well as the pension plan split sub-committee report. With respect to the former, the premium holiday, scheduled to end in June, has been extended to September, and with respect to the latter, Mrs. Kavanagh apprised Governors of the Committee's decision that it would not be opportune to split the pension fund at the present time, based on the financial implications.

10. Report of the Rector

Dr. Lowy was honored to present each of Mr. Eric Molson and Mrs. Lillian Vineberg with the Government of Canada's Golden Jubilee Medal. They had been nominated by the Association of Universities and Colleges of Canada to receive this medal, which commemorates the 50th anniversary of Queen Elizabeth's accession to the throne, for their excellence in leadership through service as University Chancellor and Chair of the Board, respectively.

12. Report of the Vice-Rectors

12.1 Provost – Dr. Jack Lightstone

Dr. Lighthouse reported that the yearly progress report on Concordia's four planning themes, which must be filed under the Contrat de Performance, is being finalized this week.

12.2 Vice-Rector Services – Mr. Michael Di Grappa

Mr. Di Grappa had conveyed his regrets.

12.3 Vice-Rector, Institutional Relations and Secretary-General – Prof. Marcel Danis

Prof. Danis was proud to announce that the Department of Marketing had won the three following prizes:

- *Award of Merit*, from the Society for Technological Communicators, for the Coop Education Employer Brochure;
- *Silver Medal*, from the Canadian Council for the Advancement of Education, in the Best Flyer category for the Concordia International Recruitment Flyer. Me Danis quoted a judge's comment that "Concordia did a great job of conveying the message; great use of images – everyone looks happy to be there"; and
- *Gold Medal*, from the Canadian Council for the Advancement of Education, in the Best Institutional Branding Program Category. Some judges had commented "audacious campaign; consistent; good photography; people are happy and comfortable; good use of the people and photography".

Me Danis joined Mrs. Vineberg in thanking Me Freemdan for his years of service and devotion to the University and in welcoming Me Birks to the University.

12.4 Chief Financial Officer – Larry English

Given the late hour, Mr. English waived his report.

13. Correspondence

There was no correspondence to report.

14. Any other business

There was no other business to bring before the Board.

15. Next meeting

The next regular meeting of the Board of Governors will be held on Wednesday, May 14, 2003, at 8 a.m., in Room DL-200, on the Loyola Campus, followed by a guided tour of the new Science Building.

16. Adjournment

The meeting adjourned at 10:10 a.m.

Danielle Tessier
Secretary of the Board of Governors