

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

Held on Thursday, December 15, 2005, immediately following the meeting
of the Corporation, in Room H 767, SGW Campus

Present

Governors: Mr. Peter Kruyt, *Chair*, Mr. John Aylen, Mr. David Bernans, Dr. Rama Bhat, Me Gerald C. Burke, Hon. Baljit Singh Chadha, Dr. June Chaikelson, Mr. Walter Chan, Mr. James Cherry, Dr. Sally Cole, Mr. Howard Davidson, Me Rita de Santis, *Vice-Chair*, Mr. Brian Edwards, *Vice-Chair*, Mr. Brent Farrington, Mr. George Hanna, Dr. William Knitter, Dr. Lawrence Kryzanowski, Dr. Claude Lajeunesse, *President and Vice-Chancellor*, Me John Lemieux, Ms. Christine Lengvari, Mr. Desmond O'Neill, Mr. Alex G. Potter, Mr. Thomas Price, Mr. Richard Renaud, Dr. Rhona Richman Kenneally, Mrs. Mackie Vadacchino de Massy, Mr. Ivan Velan

Non-voting Observers: Ms. Jean Freed, Mr. John Hall

Officers of the University: Ms. Kathy Assayag, Me Marcel Danis, Mr. Larry English, Dr. Martin Singer

Guests: Me Pierre Frégeau, *Assistant Secretary-General and General Counsel*, Mr. Garry Milton, *Executive Director, Office of the President*

Emeriti members: Dr. Henri Habib, Dr. Frederick Lowy, Mr. Donald McNaughton, Dr. John O'Brien

Absent

Governors: Mr. Charles G. Cavell, *Vice-Chair*, Ms. Suzanne Gouin, Mrs. Judith Kavanagh, Mr. Tony Meti, Mr. Eric Molson, *Chancellor*, Ms. Patricia Saputo, Mrs. Suzanne Sévigny, Dr. Hani Shennib, Mr. Mohamed Shuriye, , Mrs. Lillian Vineberg, Mr. Jonathan Wener, *Vice-Chair*

Officers of the University: Mr. Michael Di Grappa, Mr. John Parisella

1. Call to Order

The Open Session was called to order at 7:35 p.m.

1.1 Chair's remarks

Mr. Kruyt apprised members that Mrs. Vineberg was not present this evening, due to illness.

1.2 Approval of the Agenda

Mr. Kruyt noted the *Establishment of an Evaluation Committee for the Dean of Engineering and Computer Science* should be added under item 5A.

Upon motion duly moved and seconded (Hanna, Vadacchino de Massy), it was unanimously RESOLVED:

R-2005-9-8 *THAT the Agenda be approved, as revised.*

1.3 Approval of the Minutes of the Open Session meeting of November 24, 2005

The approval of the Minutes was deferred to the next meeting.

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

There was no business arising from the Minutes.

3. Student Emergency Food Fund (Document BG-2005-9-D4)

Mr. Kruyt introduced Ms. Ellie Hummel, Chaplain in the Concordia Multi-Faith Chaplaincy and invited her to address the Board with respect to the Student Emergency Food Fund. Ms. Hummel thanked Governors for their support in past years and asked them to consider making a donation, stating that student poverty is a big issue and that their help is crucial.

Ms. Hummel gave some examples of students who use the fund, indicating that the Fund constitutes a safety net for students who are faced with unexpected expenses. Student Governors confirmed that this service is greatly appreciated. In closing, Ms. Hummel thanked Governors for their attention and encouraged them to make a donation to this important cause.

4. Report of the President

Dr. Lajeunesse congratulated former Provost Dr. Jack Lightstone on his appointment as President of Brock University.

The President conveyed his delight with the Convocation events, describing the ceremonies as classy yet warm. He was very impressed by the speech of the valedictorians. He was very pleased with the positive press coverage received, attributable in large part to Mr. Mulrone receiving an honorary degree, and he thanked the personnel in the Communications Department for their very effective work.

Dr. Lajeunesse apprised the Board that in the course of the Presidential Search, he had met an individual who valued academic freedom and freedom of expression as much as he did. Although their friendship was short, it was quite obvious that this person's contribution to Concordia was outstanding. The President then asked for a moment of silence in the memory of Prof. Harvey Shulman, who passed away on Monday.

Upon motion duly made and seconded (Kruyt, Lajeunesse), it was unanimously RESOLVED:

R-2005-9-9 *WHEREAS Prof. Harvey Shulman, Professor of Political Science and Principal of the Liberal Arts College, was the co-founder and the first Vice-Principal of the Liberal Arts College from 1978 to 1984, and its second principal, from 1985 to 1991;*

WHEREAS Prof. Shulman was a Permanent Fellow of the College and his colleagues recognized his dedication, selflessness and sheer hard work in making the College the great success it has become;

WHEREAS Prof. Shulman made a major contribution to University Governance as well as to the Concordia University Faculty Union and was a committed, gifted and inspirational teacher;

BE IT RESOLVED:

THAT the Board of Governors hereby commemorate the 30 years of dedication and outstanding contribution by Prof. Harvey Shulman to the Concordia University community.

5. Establishment of a Search Committee for the Vice-President, Research and Graduate Studies

Upon motion duly made and seconded (Lajeunesse, Hanna), it was unanimously RESOLVED:

R-2005-9-10 *WHEREAS, at its Closed Session meeting of December 15, 2005, the Board of Governors created the position of Vice-President, Research and Graduate Studies, with the understanding that the search committee to be established will work within the existing search procedures for senior academic appointments;*

BE IT RESOLVED:

THAT an Advisory Search Committee for the position of Vice-President, Research and Graduate Studies be established with the following composition, it being stated that the individuals should preferably be involved in research:

- 1 *Chair;*
- 2 *Members of the Board, one of whom shall be a representative of the community-at-large or the alumni, and the other shall be a faculty member, recommended by the Executive Committee of the Board;*

- 5 Full-time faculty members (2 from the Faculty of Arts and Science and 1 from each of the other Faculties) nominated by election by each Faculty;
- 1 Regular part-time faculty member, nominated by the part-time faculty;
- 2 Representatives of the senior administration, one of whom shall be a Dean, and the other shall be a Vice-President, recommended by the Executive Committee of the Board;
- 2 Students (one graduate and one undergraduate) nominated by their respective student associations;
- 1 Member of the administrative and support staff from the Office of Research or the School of Graduate Studies, nominated in conformity with the Electoral College Policy.

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THAT, once the Advisory Search Committee has begun its work, the Chair of the Committee report progress to the Board every month; and

THAT the Chair of the Board be authorized to appoint a replacement for any member who may be resigned, such appointment to be made in consultation with the Chair of the committee and with the constituency of the committee member who has resigned.

5A. Establishment of an Evaluation Committee for the Dean of Engineering and Computer Science

Upon motion duly made and seconded (Lajeunesse, Hanna), it was RESOLVED by a majority with two opposed and two abstentions:

R-2005-9-11 WHEREAS Dr. Nabil Esmail's second consecutive five-year term as Dean of the Faculty of Engineering and Computer Science is ending on May 31, 2007;

WHEREAS, at its Closed Session meeting of December 15, 2005, the Board resolved to make an exception to the two-term limit set out in its current its Rules and Procedures for Senior Administrative Appointments (Policy BD-5) in order to allow for Dr. Esmail to serve a third consecutive term of no more than three years, pending a positive evaluation as set out the Evaluation Procedure for Senior Administrators in the Penultimate Year of the their First Mandate (Policy BD-8);

BE IT RESOLVED:

THAT an Evaluation Committee for the position of Dean of the Faculty of Engineering and Computer Science be established with the following composition:

- 1 Chair;
- 1 Member of the Board representing the community-at-large or the alumni, recommended by the Executive Committee of the Board;
- 3 Full-time faculty members, nominated by the relevant Faculty, in accordance with the method specifically adopted by the Faculty for the purposes of this procedure;

- 1 *Part-time faculty member of the relevant Faculty, nominated by the part-time faculty association;*
- 2 *Students (one graduate and one undergraduate) from the Faculty where the position is being evaluated, nominated by their respective student associations;*
- 1 *Member of the administrative and support staff, preferably from the relevant unit, nominated in accordance with the Electoral College Policy.*

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THAT, once the Evaluation Committee has begun its work, the Chair of the Committee report progress to the Board every month; and

THAT the Chair of the Board be authorized to appoint a replacement for any member who may be resigned, such appointment to be made in consultation with the Chair of the committee and with the constituency of the committee member who has resigned.

6. Establishment of a Search Committee for the Dean of the John Molson School of Business

Upon motion duly made and seconded (Lajeunesse, Davidson), it was unanimously RESOLVED:

R-2005-9-12 *WHEREAS in accordance with article 7 of the Rules and Procedures for Senior Administrative Appointments (Policy BD-5), Dr. Jerry Tomberlin, whose term is ending on May 31, 2007, has indicated that he will not be seeking a second term as Dean of the John Molson School of Business;*

BE IT RESOLVED:

THAT an Advisory Search Committee for the position of Dean of the John Molson School of Business be established with the following composition:

- 1 *Chair;*
- 2 *Members of the Board of Governors, one of whom shall be a representative of the community-at-large or the alumni, the other shall be a faculty member from a Faculty other than the one whose deanship is being searched, recommended by the Executive Committee of the Board;*
- 4 *Full-time faculty members, nominated by election by the faculty at large in the Faculty where the position is being searched;*
- 1 *Regular part-time faculty member, nominated by election by the part-time faculty of the Faculty where the position is being searched;*
- 1 *Dean from a Faculty other than the one whose deanship is being searched, recommended by the Executive Committee of the Board;*
- 2 *Students (one graduate and one undergraduate) from the Faculty where the position is being searched, nominated by their respective student associations;*
- 1 *Member of the administrative and support staff from the Faculty in question, nominated in conformity with the Electoral College Policy.*

THAT, once the Advisory Search Committee has begun its work, the Chair of the Committee report progress to the Board every month; and

THAT the Chair of the Board be authorized to appoint a replacement for any member who may be resigned, such appointment to be made in consultation with the Chair of the committee and with the constituency of the committee member who has resigned.

7. Report and recommendations of the Audit Committee (Documents BG-2005-9-D5, D6 and D7)
8. Report of the Budget Committee (Documents BG-2005-9-D8 and D9)

Meetings of the Audit Committee and of the Budget Committee will be reconvened in January. As a result, both reports are deferred until the January Board meeting.

9. Approval of the collection of a Graduate Students' Association (GSA) fee levy (Documents BG-2005-9-D10 and D11)

Mr. Bernans, as well as Mr. Farrington who sits on the National Executive of the Canadian Federation of Students, responded to questions regarding the various services provided by the Federation. Mr. Bernans also explained the GSA rules and regulations regarding referendum questions.

Upon motion duly made and seconded (Bernans, Farrington), it was RESOLVED with five abstentions:

R-2005-9-13 *WHEREAS, at a recent referendum, the graduate students voted in favor of paying a new fee levy;*

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 an annual fee of \$7.20 from all graduate students for the Canadian Federation of Students – Quebec (CFS-Q), to be implemented with registration for the Fall term of 2006 (2006/2), in accordance with the University billing, refund and withdrawal policy.

10. Reports on Concordia's compliance with certain legal obligations
- 10.1 Report on compliance with fiscal requirements

Vice-President, Finance Larry English reported that he was satisfied with the procedures followed for computing and remitting taxes withheld from employees and employers' contributions from September 1, 2005 to November 30, 2005 as well as for GST and QST claims from August 1, 2005 to October 21, 2005 and that the University had fully complied with its statutory fiscal obligations. A copy of his written report has been deposited with the Secretary of the Board of Governors.

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

In the absence of Vice-President, Services Michael Di Grappa, Dr. Lajeunesse gave the highlights contained in the *Quarterly environmental health and safety report on due diligence*, dated December 2005, which has been deposited with the Secretary of the Board of Governors.

Dr. Lajeunesse also updated the Board on the environmental audit which began in July 2005, which covers four broad areas of investigation: hazardous substances, facilities management, sustainability issues and organizational accountability. The audit began with the consultation and review of several University documents and policies that form the nucleus of the University's current environmental management system, followed by a series of meetings with key individuals and eleven site visits.

Dr. Lajeunesse continued that a preliminary report found that the University's overall environmental health and safety performance has developed positively but has experienced highly-variable compliance with specific departments. A scorecard highlighting Concordia's environmental performance has been produced and will allow administrators to address specific issues. In addition, the audit report includes a detailed analysis that presents the specific elements requiring corrective action. Dr. Lajeunesse concluded by saying that Mr. Di Grappa will report back on a regular basis to the Board on the progress in correcting these elements.

11. Reports of the Vice-Presidents

11.1 Provost and Vice-President, Academic Affairs - Dr. Martin Singer

Dr. Singer reported that 370 letters were being forwarded to full-time professors before Christmas, 76 regarding sabbatical applications, 191 regarding equity exercise adjustment, 74 regarding contract renewals or non-renewals and 30 regarding stipends. With respect to enrolment and admissions, he was pleased to inform the Board that the total Winter 2006 enrolment is over 3% ahead compared to Winter 2005, specifying that the gains are mainly achieved at the undergraduate level. He also noted, so far this year, a decrease in acceptances from 899 for Winter 2005 to 730 for Winter 2006 in the graduate programs.

11.2 Vice-President, Services - Mr. Michael Di Grappa

Dr. Lajeunesse had nothing further to report on behalf of Mr. Di Grappa.

11.3 Vice-President, External Relations, and Secretary-General – Me Marcel Danis

Me Danis apprised Governors that the Supreme Court of Canada had heard the case regarding the class action pension lawsuit and has taken it under advisement. He pointed out that if the University loses, the case will be referred back to the Superior Court.

11.4 Vice-President, Finance - Mr. Larry English

Mr. English had nothing to report at this time.

11.5 Vice-President, Advancement and Alumni Relations – Ms. Kathy Assayag

Ms. Assayag updated the Board on the status of the comprehensive needs analysis, an essential exercise which must be done in preparation of the next major campaign. She also informed the Board that over \$3,000,000 had been raised so far this year for the annual campaign. The Adopt a Student Program, launched this year, will allow 268 students to benefit from scholarships totaling \$894,000. She thanked the dedicated alumni, namely Me John Lemieux, a Loyola alumnus, who is working on the capital campaign for the Refectory Building. Ms. Assayag reported that she was expecting an answer early in the year for two major gifts in the silent phase of the upcoming major campaign, one of \$4,000,000 and the other of \$12,000,000.

She concluded her report by informing the Board about the feedback received following the receipt of over 1,700 responses to a survey sent electronically to 15,000 alumni. The purpose of the survey is to measure the attitudes of alumni toward Concordia, to gauge their willingness to give and to identify the areas that need improvement.

12. Any other business

Mr. Kruyt thanked the Board members for their participation and hard work during the past year and mentioned that the input of the Emeriti was also greatly appreciated.

13. Next meeting

The next regular meeting of the Board of Governors will be held on January 19, 2005, at 8 a.m., in Room GM 407-1, on the SGW Campus.

14. Adjournment

The Open Session adjourned at 8:40 p.m.

Danielle Tessier
Secretary of the Board of Governors