

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

Held on Thursday, January 19, 2006, immediately following the meeting
of the Closed Session, in Room GM 407-1, SGW Campus

Present

Governors: Mr. Peter Kruyt, *Chair*, Mr. John Aylen, Mr. David Bernans, Dr. Rama Bhat, Me Gerald C. Burke, Mr. Charles G. Cavell, *Vice-Chair*, Dr. June Chaikelson, Mr. Walter Chan, Mr. James Cherry, Dr. Sally Cole, Mr. Howard Davidson, Mr. Brian Edwards, *Vice-Chair*, Mr. Paul Gauthier, Ms. Suzanne Gouin, Dr. Arvind K. Joshi, Mrs. Judith Kavanagh, Dr. William Knitter, Dr. Lawrence Kryzanowski, Dr. Claude Lajeunesse, *President and Vice-Chancellor*, Me John Lemieux, Ms. Christine Lengvari, Mr. Desmond O'Neill, Mr. Thomas Price, Dr. Rhona Richman Kenneally, Mrs. Suzanne Sévigny, Dr. Hani Shennib, Mr. Mohamed Shuriye, 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. Michael Di Grappa, Mr. Larry English, Mr. John Parisella, Dr. Martin Singer

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

Absent

Governors: Hon. Baljit Singh Chadha, Me Rita de Santis, *Vice-Chair*, Mr. Brent Farrington, Mr. George Hanna, Mr. Tony Meti, Mr. David P. O'Brien, *Chancellor*, Mr. Alex G. Potter, Mr. Richard Renaud, Ms. Patricia Saputo, Mrs. Lillian Vineberg, Mr. Jonathan Wener, *Vice-Chair*

1. Call to Order

The Open Session was called to order at 8:10 a.m.

1.1 Chair's remarks

Mr. Kruyt was delighted to welcome two new Board members representing the community-at-large, Mr. Paul Gauthier and Dr. Arvind K. Joshi. He also was pleased to report that following the appeal by Ms. Hummel regarding the Student Emergency Food

Fund, contributions totaling \$7,250 had been received from Governors as well as \$300 from two non-Governors who were in attendance at the meeting. The Chair thanked them for supporting a good cause.

1.2 Approval of the Agenda

In light of the letters that are circulating with respect to the Board's decision to establish an Evaluation Committee for the Dean of Engineering, more particularly a legal opinion that was circulated to Board members yesterday, Mr. Kruyt indicated that it would be best to defer item 7 regarding the election of the members to the Evaluation Committee to the next Board meeting, in order to allow Governors the opportunity to properly familiarize themselves with the content of the letters.

Upon motion duly moved and seconded (Sevigny, O'Neill), it was unanimously RESOLVED:

R-2006-1-3 *THAT the Agenda be approved, as revised.*

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

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

R-2006-1-4 *THAT the Minutes of the Open Session meeting of the Board of Governors, held on November 24, 2005, be approved.*

1.4 Approval of the Minutes of the Open Session meeting of December 15, 2005

Upon motion duly moved and seconded (Lengvari, Davidson), it was unanimously RESOLVED:

R-2006-1-5 *THAT the Minutes of the Open Session meeting of the Board of Governors, held on December 15, 2005, be approved.*

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

There was no business arising from the Minutes.

3. Presentation regarding the Faculty of Engineering and Computer Science

Dean Esmail thanked Governors for this opportunity to provide information to them. He mentioned that when he first came to Concordia in 1997, the Faculty was in crisis. Since then, he said that the Faculty has transformed itself into a model of academic performance and a prominent contender in international education. Dean Esmail began his presentation by showing a snapshot of the Faculty for 2004/2005, including the total number of students, full-time professors and support staff, the amount allocated for budget and space, the number of departments and programs and the amount of external research funding. He noted that the Faculty was rejuvenated due to the increased

number of younger faculty members as well as the number of new hires between 2000 and 2005.

With respect to graduate studies, graduate enrolment in the Faculty has almost tripled since 1997. With 40% graduate enrolment, ENCS has the highest percentage of graduate versus undergraduate enrolment and is Concordia's leading graduate Faculty. Moreover, Concordia has the second-highest enrolment of graduate students in engineering in Canada, slightly behind University of Toronto. Dean Esmail gave the figures regarding the ratios of graduate students per professor and PhD students per professor as well as the percentage of international student enrolled in a graduate course, Master and PhD program, outlining that the graduate students are primarily Canadian students. He indicated that a greater proportion of graduate students in the Faculty will result in increased funding for 2005/2006. The Dean completed this part of his presentation by identifying the goals for graduate studies in his Faculty as follows: to continue to improve the quality of graduate programs by adding soft skills and emphasizing outcome-based learning; to introduce programs based on demand, to continue to attract quality students and to increase external research funding.

Dean Esmail continued his presentation by focusing on research funding. He specified that the rejuvenation of the Faculty had the positive effect of increasing the research grants. Concordia receives the largest aerospace engineering grant in Canada, which is an acknowledgment of this program by the industry. He specified that ENCS had 30 research chairs in a Faculty of 150 professors, 18 of which are Concordia Research Chairs, 7 Canada Research Chairs and 5 prospective industrial research chairs.

With respect to undergraduate studies, Dean Esmail pointed out that Concordia had experienced a phenomenal growth in full-time undergraduate enrolments between 1998 and 2005, compared to other Quebec and Canadian universities. Dean Esmail gave the breakdown of the origin of undergraduate students (CEGEP, Other Canadians, International) applying to Concordia. Moreover, upon graduation, the majority opts to choose employment in Quebec, while 27% chose to pursue graduate studies. Dean Esmail underlined the objectives with respect to undergraduate studies as continuing to improve on the quality of undergraduate programs, adding soft skills and emphasizing outcome-based learning, continuing to attract quality students and increasing external funding for student scholarships.

Dean Esmail concluded with the presentation of the Faculty's budget and finances, outlining ENCS's contribution to Concordia's financial success due to the weighted FTE ENCS growth from 1996 to 2006. He reviewed the breakdown of the wages, research, capital, non-salary expenses and interest on building for the last three academic years. Dean Esmail acknowledged the professors, staff and students whose dedication and hard work have contributed into transforming the Faculty into one that all members of the Concordia community can be proud of. Further to this presentation, Dean Esmail responded to questions from Governors.

4. Report of the President

Dr. Lajeunesse apprised the Board that he had expended a great amount of time and energy on budget-related issues. He added that he continues to have meetings with students, alumni and external contacts and expressed his appreciation to those individuals who have opened doors and continue to endorse Concordia activities. The President informed Governors the 2006/2007 budget will be presented in May prior to the beginning of new fiscal year and will include the parameters of a critical path to ensure that important commitments are met.

5. Election of members to the Advisory Search Committee for the Vice-President, Research and Graduate Studies

Upon motion duly made and seconded (Lajeunesse, Chan), it was RESOLVED with two abstentions:

R-2006-1-6 *THAT the following persons be elected as members of the Advisory Search Committee for the Vice-President, Research and Graduate Studies:*

- *Dr. Claude Lajeunesse, President and Vice-Chancellor, as Chair*
- *Mr. Brian Edwards, a Board member representing the community-at-large, and Dr. June Chaikelson, a Board member representing faculty, recommended by the Executive Committee of the Board*
- *Prof. Michael Carney, a full-time faculty member, nominated by election by the John Molson School of Business*
- *Prof. Michael Longford, a full-time faculty member, nominated by election by the Faculty of Fine Arts*
- *Dr. Marlene Bonneau, a regular part-time faculty member, nominated by the part-time faculty*
- *Dr. Nabil Esmail, Dean of the Faculty of Engineering and Computer Science, and Dr. Martin Singer, Provost and Vice-President, Academic Affairs, recommended by the Executive Committee of the Board*
- *Ms. Joanne Beaudoin, a member of the administrative and support staff from the School of Graduate Studies, nominated in conformity with the Electoral College Policy*

6. Election of members to the Advisory Search Committee for the Dean of the John Molson School of Business

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

R-2006-1-7 *THAT the following persons be elected as members of the Advisory Search Committee for the Dean of the John Molson School of Business:*

- *Dr. Martin Singer, Provost and Vice-President, Academic Affairs, as Chair*
- *Mr. Jonathan Wener, a Board member representing the community-at-large, and Dr. Sally Cole, a Board member representing faculty, recommended by the Executive Committee of the Board*
- *Ms. Jean Freed, a regular part-time faculty member, nominated by election by the part-time faculty in the John Molson School of Business*

- Dr. Catherine Wild, Dean of the Faculty of Fine Arts, recommended by the Executive Committee of the Board
- Ms. Julie St-Germain, an undergraduate student from the John Molson School of Business, nominated by the Concordia Student Union

7. Election of members to the Evaluation Committee for the Dean of the Faculty of Engineering and Computer

This item is deferred until the next meeting.

8. Election of an administrative and support staff to the Employee Benefits Committee

Upon motion duly made and seconded (O'Neill, Lajeunesse), it was unanimously RESOLVED:

R-2006-1-8 THAT, on the recommendation of the Electoral College, Mr. Eddy Ginocchi be elected a member of the Employee Benefits Committee for the period beginning immediately and ending on December 31, 2007.

9. Election of a member to the Communications Committee

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

R-2006-1-9 THAT Dr. Arvind Joshi be elected a member of the Communications Committee.

10. Report and recommendations of the Audit Committee (Documents BG-2006-1-D1, D2 and D3)

The Chair of the Board indicated that this item had been deferred from the December Board at the request of the President in order to allow the President and the Vice-President, Finance to evaluate the impact of commitments made in collective agreement for past years and the current year.

Pursuant to a query, Mr. Velan conveyed the amount of audit fees for the year ending May 31, 2005 and apprised Governors of the Audit Committee's decision to recommend the re-appointment of the Auditors for the 2005/2006 fiscal year but to go out to tender for the following years.

10.1 Approval of Concordia University's Financial Statements for the year ended on May 31, 2005

Upon motion duly made and seconded (Velan, Lengvari), it was unanimously RESOLVED:

R-2006-1-10 THAT, on the recommendation of the Audit Committee, the Report and Financial Statements for the fiscal year ended May 31, 2005, reported on by Concordia's external

auditors Samson, Bélair, Deloitte Touche, and as outlined in Board Document BG-2006-1-D1 be approved; and

THAT any two members of the Board of Governors be designated to sign the Financial Statements on behalf of the University.

10.2 Approval of the *Rapport financier annuel* for the year ended on May 31, 2005

Upon motion duly made and seconded (Velan, Lengvari), it was unanimously RESOLVED:

R-2006-1-11 *THAT, on the recommendation of the Audit Committee, the "Rapport financier annuel" of Concordia University for the fiscal year ended May 31, 2005, as outlined in Board Document BG-2006-1-D2 be approved;*

THAT the Chair of the Board of Governors, Mr. Peter Kruyt, and the President and Vice-Chancellor, Dr. Claude Lajeunesse, be designated to sign the "Rapport financier annuel" on behalf of the University; and

THAT the University be authorized to submit the said "Rapport" to the Ministry of Education of Québec.

10.3 Approval of the *État du Traitement* (Statement of Salaries) of Concordia's senior administrators

Upon motion duly made and seconded (Velan, Lengvari), it was unanimously RESOLVED:

R-2006-1-12 *THAT, on the recommendation of the Audit Committee, the État du Traitement (Statement of Salaries) set out in Board Document BG-2006-1-D3, be approved for submission to the Ministry of Education of Québec.*

10.4 Approval of the projected audit fees for the fiscal year ending on May 31, 2005

Upon motion duly made and seconded (Velan, Lengvari), it was unanimously RESOLVED:

R-2006-1-13 *THAT, on the recommendation of the Audit Committee, the audit fees for the fiscal year ending on May 31, 2005 be approved and that payment of said fees be authorized.*

10.5 Appointment of external auditors for the fiscal year beginning on June 1, 2005 and ending on May 31, 2006

Upon motion duly made and seconded (Velan, Lengvari), it was unanimously RESOLVED:

R-2006-1-14 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, 2006.

11. Report of the Budget Committee (Documents BG-2006-1-D4 and D5)

Mr. English presented the final financial results for the 2004/2005 fiscal year as well as the projected budget for the 2005/2006 fiscal year. He began his presentation by reviewing Concordia's FTE figures and enrolments for 2004 versus 2005 compared to the other Quebec universities as well as the evolution of the funded FTEs from 1994 to the current academic year.

In connection with the year 2004/2005 year end results, Mr. English conveyed the revenue variances which had originally contributed to an anticipated deficit of \$2.57 million. However, in December 2005, a comprehensive review of the impact of proposed and signed collective agreements revealed that salary accruals for the last three years were off by about \$6.9 million. Accordingly, adjustments were brought to the 2004/2005 financial statements, resulting in a revised deficit of \$9.48 million.

Mr. English continued his presentation by giving an overview of the 2005/2006 budget, conveying the revised assumptions regarding the number of funded FTEs, funding rates and other grant components such as building and grounds and rentals. He informed the Board that a reduction in revenues and an overage in expenses will result in an anticipated deficit of \$4.23 million in the operating budget for the 2005/2006 fiscal year.

Further to his presentation, Mr. English responded to several questions from Governors. During the discussion, Governors outlined the importance of having the budget exercise prepared in a timely manner and vetted by the Budget Committee prior to the beginning of the next fiscal year. Dr. Lajeunesse made the commitment that the 2006/2007 budget will be presented for approval by the Board in May.

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

R-2006-1-15 THAT the 2005-2006 operating budget be approved, as set out in Document BG-2006-1-D4.

12. Reports of the Vice-Presidents

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

Dr. Singer was pleased to report the highest enrolment in Concordia's history, with 23,967 FTEs, representing a 3% increase from last year, specifying that this growth was mainly attributable to undergraduate enrolments. While last year undergraduate students represented 87.5% of the total student population and graduate students 12.5%, this year's increased undergraduate enrolment has caused the percentage of graduate student enrolment to slightly decrease to 12.3%, which is not in keeping with the 20% objective set out in the academic plan.

The Provost also pointed out that the increase in the number of students has had an effect on the professor/student ratio, and he reiterated the commitment, despite budget situation, to hire 50 new full-time professors.

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

Mr. Di Grappa waived his report.

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

Me Danis waived his report. Further to a question about the status of charges against Jaggi Singh in Municipal Court, Me Danis responded that the proceedings had been stayed. In the meantime, Mr. Singh continues to be banned from the University until September 2007.

12.4 Vice-President, Finance - Mr. Larry English

Mr. English had nothing further to report.

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

Ms. Assayag updated the Board on the selection process within her sector with respect to building faculty based, major gifts fundraising teams. With a view of implementing the hybrid matrix model that was presented to the Board, she reported on the status of the ongoing searches for various key positions, such as the Director of Planned Giving and the Principal Director of Development for each Faculty.

With respect to fundraising activities, Ms. Assayag indicated that total funds raised as of December amounted to \$5 million and that several major gifts were progressing well. Thus far, the Adopt-a-Student Program raised \$928,000, which will benefit about 270 students. The Refectory campaign is underway with a goal of raising \$4 million over the next 18 months.

Ms. Assayag continued by reporting on various upcoming events, such as the Power Within Conference, which will be held in March featuring keynote speakers Lance Armstrong and Bill Clinton, and the Opera Event, Hitting the High Notes, which will take place on April 6 showcasing four world-class artists. Lastly, she apprised Governors that the International Student leadership, in collaboration with the Concordia Alumni Association, hosted a Christmas dinner on December 28 for those students who were unable to go home during the holidays. The dinner was entirely sponsored by the Concordia Alumni Association, and 199 students participated.

13. Any other business

There was no other business to bring before the meeting.

14. Next meeting

The next regular meeting of the Board of Governors will be held on Wednesday, February 15, 2006, at 8 a.m., in Room GM 407-1, on the SGW Campus.

15. Adjournment

The Open Session adjourned at 10:00 a.m.

Danielle Tessier
Secretary of the Board of Governors