

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

Held on Thursday, April 19, 2012,
immediately following the meeting of the Closed Session
in Room GM 410 (Board of Governors Meeting Room)
located on the 4th floor of the Guy-Metro Building,
1550 de Maisonneuve Blvd. West
on the SGW Campus

PRESENT

Governors: Mr. Peter Kruyt, *Chair*, Dr. Shimon Amir, *Vice-Chair*, Mr. Robert Barnes, Ms. Laura Beach, Sister Françoise Boisvert, Mr. Tim Brodhead, Mr. Craig Buchanan, Mr. Charles G. Cavell, Mr. James Cherry, Mr. Erik Chevrier, Me Francesco Ciampini, Mr. Howard Davidson, Me Rita de Santis, Mr. Brian Edwards, Ms. Lex Gill, Mr. Norman Hébert jr., *Vice-Chair*, Dr. Nina Howe, Dr. Norman Ingram, Dr. Arvind K. Joshi, Dr. Lawrence Kryzanowski, Me John Lemieux, Dr. Edward Little, Dr. Frederick Lowy, *President and Vice-Chancellor*, Dr. William Lynch, Mr. Jacques Lyrette, Mr. Tony Meti, Mr. Cameron Monagle, Mr. Michael Novak, Ms. Annie Tobias, Mr. A.J. West

Non-voting Observers: Ms. Jean Freed, Dr. William Knitter

Officers of the University: Mr. Philippe Beauregard, Mr. Roger Côté, Me Bram Freedman, Dr. David Graham, Mr. Patrick Kelley

Guest: Mr. Daniel Therrien

ABSENT

Governors: Ms. Joelle Berdugo Adler, Hon. Baljit Singh Chadha, Mr. Jean-Pierre Desrosiers, Ms. Hélène Fortin, Ms. Suzanne Gouin, Mr. L. Jacques Ménard, *Chancellor*, Mr. Andrew Molson, Me Marie-José Nadeau, Mr. Jonathan Wener

1. **Call to Order**

Mr. Kruyt called the meeting to order at 9:21 a.m.

2. Approval of the Agenda

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

R-2012-5-9 *That the Agenda of the Open Session meeting, with the removal of item 4.4 from the Consent Section to the Regular Section, and that items 3 to 11 (not including item 4.4) be received or approved by consent.*

CONSENT

3. Approval of the Minutes of the Open Session of the Special meeting of March 12, 2012

R-2012-5-10 *The Minutes of the Special Open Session meeting of the Board of Governors held on March 12, 2012 were approved by consent.*

4. Sector reports

- 4.1 Chief Communications Officer – Mr. Philippe Beauregard (Document BG-2012-5-D5)
- 4.2 Interim Vice-President, Research and Graduate Studies – Dr. Graham Carr (Document BG-2012-5-D6)
- 4.3 Vice-President, Services – Mr. Roger Côté (Document BG-2012-5-D7)
- 4.5 Provost and Vice-President, Academic Affairs – Dr. David Graham (Document BG-2011-5-D9)
- 4.6 Chief Financial Officer – Mr. Patrick Kelley (Document BG-2012-5-D10)
- 4.7 Vice-President, Advancement and Alumni Relations – Ms. Marie Claire Morin (Document BG-2012-5-D11)

These reports were provided for information.

5. Standing Committee reports

- 5.1 Audit Committee (*not met since the last Board meeting*)
- 5.2 Employee Benefits Committee (*not met since the last Board meeting*)
- 5.3 Finance Committee (Document BG-2012-5-D12)
- 5.4 Governance and Ethics Committee (Document BG-2012-5-D13)

These reports were provided for information.

6. Compliance reports

- 6.1 Report on compliance with fiscal requirements (Document BG-2012-5-D14)

The report of the Chief Financial Officer on compliance with fiscal requirement was provided for information purposes.

6.2 Report on compliance with environmental legislation and health and safety regulations
(Document BG-2012-5-D15)

The report of the Vice-President, Services on compliance with environmental legislation and health and safety regulations was provided for information purposes.

7. Update on ongoing senior administrative searches (Document BG-2012-5-D16)

This update was provided for information.

8. Revision to the membership of the Evaluation Committee for the Dean of the Faculty of Engineering and Computer Science

R-2012-5-11 *The appointment of Mr. Chuck Wilson as the undergraduate student representative, in replacement of Mr. Mathieu Dumais-Savard who is no longer able to serve, was approved by consent.*

9. Appointment of a representative to the Pension Committee

R-2012-5-12 *The appointment of Mr. William Ashby as the third member of the Pension Committee appointed by the Board of Governors was approved by consent.*

10. Professional liability waiver for an in-house architect (Document BG-2012-5-D17)

R-2012-5-13 *The declaration for the purposes of the Regulations respecting Professional Liability Insurance for members of the Ordre des architectes du Québec regarding in-house architect Nathalie Beaudin, set out in Document BG-2012-5-D17, was approved by consent.*

11. Amendment to the By-Laws (Document BG-2012-5-D18)

R-2012-5-14 *On recommendation of the Governance and Ethics Committee, the amendment to Article 24 of the By-Laws, outlined in Document BG-2012-5-D18, was approved by consent.*

REGULAR

4.4 Sector report of the Vice-President, Institutional Relations and Secretary-General – Me Bram Freedman (Document BG-2012-5-D8)

Prof. Ingram asked if there was a systemic problem with collective bargaining because of the long list of backlog in his report. He wanted to know if this backlog was part of the best practices in administration as the title of the section suggests in Document BG-2012-5-D8.

Dr. Joshi, the Chair of the Human Resources, replied that leadership has put in safeguards to get the process moving and to have agreements negotiated in a timely fashion. Since there are a large number of collective bargaining units, there is an on-

going negotiation process, with collective agreements being negotiated on a continuous basis. In conclusion, he stated that collaboration is required to move forward.

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

There was no business arising from the Minutes.

13. President's report (Document BG-2012-5-D19)

Dr. Lowy spoke of the impact of the student protests which he had not addressed in his written report. He felt that Concordia is fortunate because there have been minimal disruptions to the University and its students and is grateful to the students for their largely peaceful dealings and dialogue with the administration.

In response to the above comments, some Governors noted that the student perspective is quite different than that provided by Dr. Lowy and felt that the administration was not in tune with the situation on the ground, referring to some programs having been completely disrupted, a failure in communication and security incidents. Dr. Lowy responded that accommodations are being made to try and help the students who have missed classes.

14. Recommendation of the Finance Committee (Document BG-2012-5-D20)

Mr. Meti, the Chair of the Finance Committee, noted that the Committee had met on April 10 to review the 2012/2013 operating budget and invited Mr. Kelley to present the highlights. Mr. Kelley prefaced his presentation by underlining the budget preparation process. He apprised the Board that the MELS's meeting with universities to set the teaching rates will not occur before April 27. Therefore, approval in principle is being sought at today's meeting, subject to any changes resulting from the meeting with MELS.

Mr. Kelley outlined the financial targets, including achieving a small operating surplus in each year without compromising the academic mission or strategic direction of the University; maintaining an annual general reserve of approximately 1% of revenues and repaying debts with any surplus in excess of the general reserve.

Some of the challenges to the budget include the absorption of approximately \$9M to \$10M of salary increases per year along with material increases neither of which is fully compensated for by MELS. He went over the funding that the University receives in full time equivalents (FTEs), weighted full time equivalents (WFTEs), teaching and other grants, forfaitaires and the clawback of the forfaitaires. There are some changes coming from MELS to the breakdown of the forfaitaires and the tuition especially for non-Quebec students, but the universities have not yet been informed.

Mr. Kelley broke down the University's net revenue streams. Of the \$372.38M net revenue, 76.4% is coming from the Province of Quebec operating grant and another 17.1% from tuition fees the remaining percentage comes from other sources. He explained about the potential clawback of tuition from the government which could

impact the University with between \$5M-\$20M revenue drop depending on the year. This is the main reason the University needs the general reserve.

Mr. Kelley continued by explaining the expenses of the University, reviewing the historical spending trends for various areas of the University and outlining the projections for future budget challenges. He noted that without the general reserve fund, the University could have fiscal issues.

Mr. Kelley concluded his presentation by reinforcing the major challenge regarding the uncertainty of the changes from the provincial government regarding non-Quebec students. Following his presentation, a discussion ensued during which Mr. Kelley responded to questions.

Upon motion duly moved and seconded (Meti, Barnes), it was unanimously RESOLVED:

R-2012-5-15 *That, on recommendation of the Finance Committee, the Board approve in principle the 2012/2013 operating budget detailed in Document BG-2012-5-D20, subject to comments from Senate and confirmation of the final financial details from MELS.*

Due to the late hour, Mr. Kruyt adjourned the meeting at 10:22 a.m.



Andrea Renaud
Acting Secretary of the Board of Governors