

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

Held on Wednesday, January 30, 2013, at 4 p.m.
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. Norman Hébert jr., *Chair*, Dr. Shimon Amir, *Vice-Chair*, Mr. Jeff Bicher, Mr. Tim Brodhead, Me Antoinette Bozac, Mr. Craig Buchanan, Mr. Erik Chevrier, Me Francesco Ciampini, Prof. Daniel Cross, Mr. Howard Davidson, Mr. Jean-Pierre Desrosiers, Ms. Hélène Fortin, Ms. Lex Gill, Dr. Norman Ingram, Dr. Lawrence Kryzanowski, Ms. Mélanie La Couture, Me John Lemieux, Dr. William Lynch, Mr. Jacques Lyrette, Mr. Tony Meti, Me Marie-José Nadeau, *Vice-Chair*, Mr. Michael Novak, Dr. Alan Shepard, *President and Vice-Chancellor*, Ms. Annie Tobias

Alternate Governor: Mr. Andrew Roberts

Also attending: Mr. Philippe Beauregard, Dr. Graham Carr, Mr. William Cheaib, Mr. Roger Côté, Me Bram Freedman, Mr. Patrick Kelley, Ms. Marie Claire Morin, Dr. Lisa Ostiguy

ABSENT

Governors: Prof. Jean Freed

Non-voting Observer: Mr. L. Jacques Ménard, *Chancellor*

1. Call to Order

Mr. Hébert called the meeting to order at 4:05 p.m.

1.1 Approval of the Agenda

Upon motion duly moved and seconded (Amir, Ingram), it was unanimously
RESOLVED:

R-2013-2-1 *That the Agenda of the Open Session meeting be approved, with the removal of items 10, 11 and 12 from the Consent Agenda to the Regular Agenda.*

CONSENT2. Approval of November 16, 2012 Minutes

R-2013-2-2 *The Minutes of the Open Session meeting of the Board of Governors held on November 16, 2012, were approved by consent.*

3. Establishment of an evaluation committee for the Vice-President, Institutional Relations and Secretary-General (Document BG-2013-2-D1)

R-2013-2-3 *The establishment of the Evaluation Committee for the Vice-President, Institutional Relations and Secretary-General, in accordance with the composition set out in the Rules and Procedures for Senior Administrative Appointments ([Policy BD-5](#)), was approved by consent with the following membership:*

- *Dr. Alan Shepard, Chair*
- *Mr. Tim Brodhead, a Board member representing external members*
- *Dr. Shimon Amir, a Board member representing full-time faculty*
- *Ms. Jean Freed, a Board member representing part-time faculty*
- *Mr. Craig Buchanan, a Board member representing support staff*
- *Ms. Lex Gill, a Board member representing students*
- *Mr. Patrick Kelley, representing the senior administration*

4. Report on compliance with fiscal requirements (Document BG-2013-2-D2)

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

5. Report on compliance with environmental legislation and health and safety regulations (Document BG-2013-2-D3)

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

6. Appointment of members to Evaluation and Advisory Search Committees (Document BG-2013-2-D4)

R-2013-2-4 *The following appointments were approved by consent:*

Advisory Search Committee for the Provost and Vice-President, Academic Affairs
Dr. Charles Draimin, representing the John Molson School of Business (replacing Dr. Suresh Goyal who has resigned)

Evaluation Committee for the Dean of the Faculty of Arts and Science
Ms. Melanie Hotchkiss, representing the undergraduate students
Mr. Trevor Smith, representing the graduate students

Advisory Search Committee for the Dean of Graduate Studies

Ms. Frederica Martin, representing the administrative and support staff

Prof. Rae Staseson and Dr. Marlene Sokolon, representing the Faculty of Arts and Science

Prof. Martin Lefebvre, representing the Faculty of Fine Arts

Dr. Ali Dolatabadi, representing the Faculty of Engineering and Computer

Ms. Holly Nazar, representing the graduate students

Dr. Marlene Walsh, representing the John Molson School of Business

Advisory Search Committee for the Dean of the School of Extended Learning

Dr. Kamal Argheyd, representing the John Molson School of Business

7. Designation of “Responsable de l’observation des règles contractuelles” (Document BG-2013-2-D5)

R-2013-2-5 *On recommendation of the President, the designation of Mr. Patrick L. Kelley, Chief Financial Officer, as the Responsable de l’observation des règles contractuelles (RORC) for Concordia University in accordance with the Loi sur l’intégrité en matière des contrats, was approved by consent.*

8. Appointment of members to Board Standing Committees (Document BG-2013-2-D6)

R-2013-2-6 *The appointment of Prof. Daniel Cross to the Real Estate Planning Committee was approved by consent.*

9. Requests for approval of use of the Concordia name (Document BG-2013-2-D7)

R-2013-2-7 *The request to use the Concordia name by Concordia Association of Students in Theatre, subject to the conditions set out in the Policy on the use of Concordia University’s Name, Logo and Related Insignia, and the Governance of its Visual Character (Policy SG-4), was approved by consent.*

R-2013-2-8 *The request to use the Concordia name by Student Association for Voter Empowerment Concordia, subject to the conditions set out in the Policy on the use of Concordia University’s Name, Logo and Related Insignia, and the Governance of its Visual Character (Policy SG-4), was approved by consent.*

REGULAR

10. Approval of the Rapport financier annuel for the fiscal year ended on April 30, 2012 (Document BG-2013-2-D8)

Mr. Daniel Therrien, University Controller, specified that the Rapport financier annuel (RFA) is one of four main financial documents which must be prepared and filed by the University to fulfill statutory requirements. He explained that the RFA is prepared based on guidelines produced by the Ministry of Higher Education and essentially contains the same information as in the audited financial statements but presented differently.

Upon motion duly moved and seconded (Desrosiers, Tobias), it was unanimously RESOLVED:

R-2013-2-9 *That, on recommendation of the Audit Committee, the "Rapport financier annuel" of Concordia University for the fiscal year ended April 30, 2012, as outlined in Document BG-2013-2-D8, be approved; and*

That the Chair of the Board of Governors, Mr. Norman Hébert jr., and the President and Vice-Chancellor, Dr. Alan Shepard, 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 Higher Education, Science, Research and Technology.

11. Response to statements made at the November 16, 2012 Board meeting concerning senior compensation (Document BG-2013-2-D9)

Mr. Hébert noted that this document was prepared to respond to statements made at the November Board meeting regarding the information disclosed in the *État de traitement*. Further to comments formulated by Governors, Mr. Hébert said that, in the future, a more detailed explanation of the information contained in the *État de traitement* will be provided when it is presented.

12. Response to question asked at the November 16, 2012 meeting regarding Concordia's deficit and long term debt (Document BG-2013-2-D10)

Mr. Hébert reminded Governors that the documents were provided for information following questions raised at the November meeting regarding Concordia's positioning in overall debt compared to other Quebec universities. Mr. Kelley briefly reviewed their content and responded to questions.

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

There was no business arising from the Business not included on the Agenda.

14. President's report (Document BG-2013-2-D11)

In addition to his written report, Dr. Shepard was pleased to inform the Board that Josip Novakovich, a creative writing professor in the Department of English, is a finalist for the prestigious *Man Booker International Prize* for fiction and that Carsten Wrosch, a professor in the Department of Psychology, has been awarded a substantial grant from the Canadian Institute of Health Research for research on healthy aging.

He noted that the summit on Higher Education will be held on February 25 and 26 and urged Board members to attend the February 4 day of reflection initiated by the Montreal universities and the Board of Trade. Dr. Shepard said that he is constantly lobbying, whether publicly or privately, to enhance Concordia's reputation by reiterating the University's strengths and achievements.

Dr. Ostiguy stepped out of the meeting for items 15 and 16.

15. Provost search: Update

The President said that the search was going well. The Committee will be meeting at the end of February to review the long list of candidates.

16. Approval of the profile of ideal candidate for Provost and Vice-President, Academic Affairs (Document BG-2013-2-D12)

Upon motion duly moved and seconded (Shepard, Lynch), it was unanimously RESOLVED:

R-2013-2-10 That the profile of the ideal candidate for the position of Provost and Vice-President, Academic Affairs, outlined in Document BG-2013-2-D12, be approved.

Dr. Shepard presented a notice of motion, outlined in Document BG-2013-2-D27 which was distributed at the meeting, asking the Board to make an exception with respect to the ongoing search for a Provost and Vice-President, Academic Affairs and that the application of articles 34 to 39 inclusively of the *Rules and Procedures for Senior Administrative Appointments* (Policy BD-5) be waived. The document constitutes the required 30-day notice of motion required under article 115 of the Rules.

Dr. Shepard provided the rationale for his proposal, noting that in the era of internet you are a candidate in perpetuity and that public presentations are likely to deter individuals who are highly successful at other reputable universities from applying, thereby limiting the pool of robust candidates. While public presentations used to be a standard part of academic searches, this is no longer the case. It was suggested that the status of public presentations at other universities be verified.

17. Renewal of COPIBEC Copyright License (Document BG-2013-2-D13)

Upon motion duly moved and seconded (Gill, Bozac), it was unanimously RESOLVED:

R-2013-2-11 That the Board of Governors ratify the licensing agreement with COPIBEC, as fully set out in Document BG-2013-2-D13; and

That the Vice-President, Institutional Relations and Secretary-General be authorized to sign the licensing agreement and to take all necessary measures to ensure the full implementation of the said agreement within the University community.

18. Reduction in Copyright Fee (Document BG-2013-2-D14)

Upon motion duly moved and seconded (Gill, Bozac), it was unanimously RESOLVED:

R-2013-2-12 Whereas the latest renewal of the University's agreement with COPIBEC is for a reduced tariff;

Be it resolved that the Board of Governors approve a decrease in the Copyright fee from \$0.91 to \$0.77 per credit collected from all students beginning with the 2012/4 term (effective as of February 3, 2012) and ending with the 2013/4 term.

19. Amendments to the Code of Ethics and Professional Conduct applicable to Members of the Board of Governors and Members of Committees Established by the Board (Policy BD-10) (Document BG-2013-2-D15)

Further to a query, it was agreed that the word "enforcement" in section 13 of the Code be replaced by the word "administration".

Upon motion duly moved and seconded (Brodhead, Buchanan), it was unanimously RESOLVED:

- R-2013-2-13 *That, on recommendation of the Governance and Ethics Committee, the Board of Governors approve the amendments to the Code of Ethics and Professional Conduct applicable to Members of the Board of Governors and Members of Committees Established by the Board (Policy BD-10), as outlined in Document BG-2013-2-D15 as revised.*

20. Annual report from the Ombudsperson (Document BG-2013-2-D16)

Mr. Kristen Robillard, Ombudsperson, presented the highlights of her report, outlined the recommendations and updated the Board on the progress made in implementing the recommendations from previous annual reports.

21. Update on Board retreat

Drawing on the University's long tradition of innovation and inter-disciplinary work, the President said that the retreat will focus on innovation in a broader sense with a major part of the time devoted to online learning and how it can be tied in with other innovations.

22. Other business

There was no other business to bring before the Open Session meeting.

23. Adjournment

The meeting was adjourned at 5:25 p.m.

Danielle Tessier
Secretary of the Board of Governors