

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

Held on Wednesday, October 16, 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*, Dr. Sandra Betton, Mr. Jeff Bicher, Mr. Tim Brodhead, Mr. Craig Buchanan, Me Francesco Ciampini, Mr. Jean-Pierre Desrosiers, Ms. Hélène Fortin, Dr. Norman Ingram, Ms. Mélanie La Couture, Dr. Edward Little, Dr. William Lynch, Mr. Georges Paulez, Prof. Maria Peluso, Ms. Suzanne Sauvage, Dr. Alan Shepard, *President and Vice-Chancellor*, Ms. Annie Tobias, Ms. Melissa Kate Wheeler

Alternate Governor: Ms. Melanie Hotchkiss

Also attending: Mr. Philippe Beauregard, Dr. Graham Carr, Mr. William Cheaib, Mr. Roger Côté, Me Bram Freedman, Mr. Patrick Kelley, Mr. Daniel Therrien

ABSENT

Governors: Me Antoinette Bozac, Mr. Erik Chevrier, Me John Lemieux, Mr. Jacques Lyrette, Me Marie-José Nadeau, *Vice-Chair*, Mr. Michael Novak

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

1. **Call to Order**

Mr. Hébert called the meeting to order at 4:05 p.m., noting that the 2012/2013 Board annual report will be posted online in the next few days.

1.1 **Approval of the Agenda**

Upon motion duly moved and seconded, it was unanimously RESOLVED:

R-2013-7-1 *That the Agenda be approved.*

CONSENT2. Approval of September 19, 2013 Minutes

R-2013-7-2 *The Minutes of the Open Session meeting of the Board of Governors held on September 19, 2013, were approved by consent.*

3. Finance Committee report (Document BG-2013-7-D1)

This report was provided for information purposes. Messrs. Kelley and Paulez responded to questions regarding the implementation of the new budget model.

4. Human Resources Committee (Document BG-2013-7-D2)

This report was provided for information purposes.

REGULAR5. Business arising from the Minutes not included on the Agenda

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

6. President's report (Document BG-2013-7-D3)

In addition to his written report, Dr. Shepard informed Governors that last evening for the first time Concordia hosted the inaugural lecture of the CBC Massey Lectures, given by Lawrence Hill titled "*Blood: The Stuff of Life*".

He apprised Governors that the sale of Dr. Lowy's condo was finalized on October 2 and expressed his gratitude to current and past Governors whose generous contributions helped close the gap between the amount of the loan and the sale.

He informed the Board of the Government of Quebec's plans to invest \$3.7 billion over the next five years in research and innovation. He reminded Board members that he will be addressing the Chambre de Commerce on November 8. Further to his report, the President responded to questions, during which he specified that the *Policy on Intellectual Property* will be reviewed during this academic year with respect to its impact on undergraduate and graduate students.

7. Audit Committee report and recommendations7.1 Audited financial statements for the year ended April 30, 2013 (Document BG-2013-7-D4)

The Chair of the Audit Committee, Mr. Desrosiers, noted that the audited financial statements were reviewed by the Audit Committee at its meeting of September 24, 2013 which is recommending their adoption by the Board, noting the following to contextualize the recommendation:

- the statements reflect the imposition of some \$13 million in cuts which the University had to absorb in late 2012/2013 and show a deficit as projected last February;
- the significant issues regarding the pension funding deficits beginning at the end of 2013/2014; and
- the uncertainty and significant challenges in relation to future government funding regimes.

Messrs. Desrosiers, Kelley and Therrien responded to questions of clarification regarding some notes to the financial statements, further to which it was confirmed that a presentation on eConcordia/KnowledgeOne will be done at the December Board meeting.

Upon motion duly moved and seconded, it was unanimously RESOLVED:

R-2013-7-3 That, on recommendation of the Audit Committee, the Board of Governors approve the financial statements for the fiscal year ended on April 30, 2013, as reported by Concordia's external auditors Raymond Chabot Grant Thornton and outlined in Document BG-2013-7-D4; and

That the Chair of the Board of Governors and the President and Vice-Chancellor be designated to sign the financial statements on behalf of the University.

7.2 Interfund transfers (Document BG-2013-7-D5)

Mr. Desrosiers explained that the interfund transfers represent transfers made between funds within the University. They are mainly comprised of transfers from the operating fund to the capital fund which are done in the normal course of business but require Board approval.

Upon motion duly moved and seconded, it was unanimously RESOLVED:

R-2013-7-4 That, on recommendation of the Audit Committee, the Board of Governors approve the interfund transfers disclosed under Note 15 to the financial statements for the fiscal year ended on April 30, 2013, as set out in Document BG-2013-7-D5.

7.3 État de traitement (statement of salaries) (Document BG-2013-7-D6)

With respect to the documents provided in the Board package, Mr. Hébert specified that that the documentation included:

- the état de traitement which uses the government form as approved by the Audit Committee and the external auditors; and
- a second document that fulfills an undertaking made last year to furnish additional information as to what each column in the état de traitement includes and which

provides a year-to-year analysis of the changes in compensation. Mr. Hébert noted the importance of carefully reading the comments column which provides explanations, further to which Dr. Shepard responded to questions of clarification and concerns.

Upon motion duly moved and seconded, it was unanimously RESOLVED:

R-2013-7-5 *That, on recommendation of the Audit Committee, the submission to the Ministry of Higher Education of the état de traitement (statement of salaries) for 2012/2013, set out in Document BG-2013-7-D6, as well as the designation of the President and Vice-Chancellor to sign said document, be approved.*

7.4 Reappointment of external auditors (Document BG-2013-7-D7)

Mr. Desrosiers conveyed that the term of the current auditors, Raymond Chabot Grant Thornton (RCGT), ended with the 2012/2013 audit. The University conducted a public request for proposals for audit services covering the years 2013/2014, 2014/2015 and 2015/2016 in accordance with the relevant government legislation for public contracts, further to which the Audit Committee is recommending the reappointment of RCGT for a three-year period, with two possible one-year extensions.

Upon motion duly moved and seconded, it was unanimously RESOLVED:

R-2013-7-6 *That, on recommendation of the Audit Committee, Raymond Chabot Grant Thornton be reappointed external auditors of Concordia University for the fiscal years ending on April 30, 2014, April 30, 2015 and April 30, 2016, with the possibility of two one-year extensions.*

7.5 Update on Student Information System project

Mr. Desrosiers apprised Governors that a review of the Student Information System (SIS) project was done by RCGT in late August as part of an ongoing assignment. The review noted that, at this time, the SIS Project, although in its early stages, was progressing as planned and that no significant variations were noted.

7.6 Update on bi-annual contract review

Mr. Desrosiers reported that, at the request of the Board, this review is performed twice a year in June and January. At its meeting of June 7, 2013, the Audit Committee was presented with a document entitled "*Liste des contrats adjugés par un donneur d'ouvrage*" for the period from October 1, 2012 to May 30, 2013, which outlined the list of awarded contracts, with description, dates, amounts and winning bidders. The Committee reviewed the document and registered no concerns.

The next review is scheduled for January 2014.

8. Other business

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

9. Adjournment

The meeting was adjourned at 4:56 p.m.



Danielle Tessier
Secretary of the Board of Governors