

**STRENGTHENING GOVERNANCE AT CONCORDIA:
A COLLECTIVE CHALLENGE**

Report of the External Governance Review Committee

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I- INTRODUCTION

This Report presents the observations and recommendations of the External Governance Review Committee with respect to changes in the governance structures and processes at Concordia University. The introductory section outlines the immediate context for both the University and our Committee. It is followed by four additional sections: an outline of the process that we used, general observations and principles of governance, recommendations and, finally, a conclusion.

A- Concordia University

Concordia University is the result of the merger, in August, 1974, of Sir George Williams University and Loyola College. The partners in this venture, although different in many ways, shared a common commitment to access and undergraduate education for both full-time and part-time students. In the years since that merger, the University has experienced a substantial increase in the number and diversity of its students, a transformation of its physical plant, and a major expansion of its graduate and research programs.

The *Charter of Concordia University* creates a corporation whose affairs are managed by a board of governors of no less than twenty and no more than forty members. The present Board consists of forty persons. In addition, there are two observers with full deliberative powers but no voting rights, one representing the part-time faculty and the other the Concordia pensioners.

Beyond its specific powers, Article 32 of the *By-laws of Concordia University* gives the Board "a superintending and reforming power over all decisions affecting activities held at the University or connected with the University." In addition, the Board is granted "the right to overrule any decision which it considers detrimental to the University."

These By-laws also create a senate which derives its authority directly from the Board. The recently re-designed Senate consists of fifty-three voting and seven non-voting members. The Senate is deemed, as per Article 48 of the By-laws, to be "the final authority in all matters pertaining to the academic programs of the University" with, in addition, the right to "make whatever recommendations it deems appropriate to the Board of Governors."

The chief executive officer of the University is its President and Vice-Chancellor. As outlined in Article 28 of the By-laws, the President is "responsible for the execution of all decisions of the Board of Governors and of Senate". He or she is

invested with “all the powers required for the discharge of these duties as well as any such other powers and duties as may be assigned to him or her by the Board.”

Article 61 of the *Rules and Procedures for Senior Administrative Appointments* provides for the establishment of an Advisory Search Committee for the selection of the President. This fourteen member Committee is chaired by the Chair of the Board and includes two additional external Board members, five full-time faculty members, one part-time faculty member, one senior administrator, two students and two staff members. The Board has both the power and the authority to accept or reject the recommendation of the Advisory Committee.

Finally, Article 25 of the By-laws provides for at least four Vice-Presidents with the status of Officers of the University as well as “any such other Officers as may be designated by the Board of Governors.” There are currently seven individuals at the Vice-Presidential level.

In *Reaching Up, Reaching Out: A Strategic Framework for Concordia University 2009-2014*, recently adopted by both Concordia’s Senate and its Board of Governors, the University’s current mission is expressed as follows:

“Concordia University is welcoming, engaged, and committed to innovation and excellence in education, research, creative activity and community partnerships. It dares to be different and draws on its diversity to transform the individual, strengthen society and enrich the world.”

In that same document, the University’s vision is stated as:

“ ... to rank among Canada’s top five comprehensive universities within the next decade, and to be a first choice for students and faculty locally, across Canada, and internationally in a wide variety of defined areas of research and study.”

It appears that in the recent evolution of the University, there has been some tension between those who uphold its tradition of accessibility and openness as opposed to those who place greater value on a development model which features research and graduate studies.

At present, there are, at Concordia, over 45,000 students. In the four faculties (Arts and Science, Business, Engineering and Computer Science and Fine Arts), there are full-time and part-time students enrolled in over 300 undergraduate and 200 graduate programs. There are also independent students in the Faculties, and both the School of Extended Learning and the School of Graduate Studies play important roles within the University.

Finally, although 80% of the undergraduate students and 63% of the graduate students are from Quebec, approximately 10% of the undergraduate students and 23% of the graduate students come from outside of Canada.

B- The External Governance Review Committee

The establishment of this External Governance Review Committee was a response by both the Senate and the Board of Governors to the departure, no more than half-way through their first term of office, of the two most recent Concordia Presidents, apparently as a result of irreconcilable differences between each of them and the Board.

These departures, especially the second one which took place in late December 2010, represented a public relations nightmare with respect to constituencies outside the University where this seemed to be yet another example of a kind of inappropriate if colourful activism with which the University has sometimes been associated.

More importantly from the point of view of this Report, this event revealed a substantial degree of misunderstanding, blatantly deficient internal communications and a lot of distrust, often bordering on mutual contempt, between the various communities of the University.

In addition, the recent departure of many Vice-Presidents created, at the very least, a strong perception of instability in the central administration. It is not, therefore, surprising that there rose to the surface a strong and public belief within Concordia that something was systemically wrong with the University's governance arrangements, and therefore, that these arrangements needed to be reconsidered.

What actually appeared to be wrong depended, not unnaturally, on one's perspective.

From the point of view of many faculty, staff, and students, the problem arose from a lack of transparency as well as from the Board of Governor's misunderstanding of the special nature of a university and of its roles and responsibilities within it. Numerous departments and faculties expressed by resolution their lack of confidence in the Board and, in some cases, asked for the resignation of the Board's Chair and/or of its Executive Committee.

On the other hand, the Board appeared disappointed in what it perceived as a lack of institutional leadership putting it in a very difficult position with regard to

exercising its oversight responsibilities. More specifically, the Board also expressed a lack of confidence in the presidential selection process primarily on the ground that it was not centrally enough involved in the process to enable it to take responsible action with respect to the appointment. The Board of Governors rightly considers the appointment of the president to be the most important single decision that it has to make.

In any case, in February 2011, at the initiative of the Senate and of the President and Vice-Chancellor, both the Board and the Senate approved the establishment of this External Governance Review Committee with a specific mandate (reproduced in full in Appendix A) as follows:

“The Committee is mandated to take cognizance of, review, and make recommendations with respect to matters of governance at Concordia University.

In particular, the Committee shall consider the following questions:

What are the appropriate compositions, mandates, roles and modes of operation of the formally constituted governing bodies with respect to governance at Concordia University?

What is the appropriate role of each of the various categories of members of these bodies, how should each be selected, and what is an appropriate term of office?

What is the appropriate relationship between the Board of Governors and Senate?

What is the appropriate relationship between the Board of Governors and the administration?

How can effective communication be ensured between the Board of Governors and the overall university community?

What is the appropriate role for ongoing governance education for the participants on Concordia’s formally constituted governing bodies?”

In addition, there was a requirement that the Committee “complete its work within 60 days of its first meeting.”

Given this stringent time limit, we chose to focus our attention on university-wide governance arrangements, i.e., those dealing with the Senate, the Board of Governors and the Senior Administration, leaving matters of faculty and departmental governance aside. It is fair to add that none of the comments that we received suggested that these other levels of governance were linked with any situation perceived as problematic for the purposes of our Report.

II- THE PROCESS

Our Committee began by reviewing a series of background documents important among which were the *Charter of Concordia University* and the By-laws, rules and procedures both of the Board of Governors and the Senate as well as other relevant documents (see Appendix D). In addition, we received the press releases and media coverage regarding the departure of the two most recent Presidents as well as the many departmental resolutions on the subject. We also took notice of Bill 38, an Act that would reform university governance in Quebec currently being considered by the National Assembly.

Next, in order to better prepare for our first full meeting, the Chair met individually with both the Chair of the Board of Governors and the Secretary-General. Finally, the Chair also attended a public meeting on governance sponsored by the Concordia University Faculty Association and the May 2011 meeting of the Senate.

All of our meetings were held at Concordia. The first was held on April 14-15, 2011. Four further two-day meetings took place on April 28-29, May 11-12, May 24-25 and June 14-15. The first three sessions were devoted primarily to meetings with various individuals and groups whom the Committee had either sought out or who had asked for such a meeting. A list of these meetings is provided in Appendix B. All such requests were granted, although in a few cases, a meeting with the full Committee was not possible. The later meetings were devoted to our deliberations, to the preparation of this Report, and finally to its presentation to the President at a meeting to which were invited the members of the Board's Executive Committee and the Senate's Steering Committee.

Prior to our first meeting, the University had indicated that any group or individual who wished to do so was invited to send us a confidential written submission. Thirty such briefs were submitted, ten from various associations of faculty, staff, students and alumni and twenty from individual members of the Concordia community. A full listing of these is given in Appendix C. All three members of our Committee read each of these briefs. These briefs and our subsequent meetings with individuals and groups were of considerable help in our deliberations.

III- OBSERVATIONS AND PRINCIPLES

The depth and breadth of the reaction to the early departure of the University's most recent President can be explained in a number of ways. First, there was the element of surprise since there appeared to be nothing leading up to it. Second, the Board chose, albeit after careful thought, not to use the procedure provided for in the By-laws thereby making itself the issue rather than the departure of the President. Third, it seemed obvious that the stated "personal reasons" for the President's departure hid, deliberately or not, much more than they revealed.

We gradually developed the conviction that although all of these elements (and others) played a role in the chorus of negative response, the depth and even the fury of that response could only have arisen in a context where long simmering governance and internal communication problems between the Board and the University community, to say nothing of other outstanding matters, had neither been addressed nor resolved.

Governance issues relate, in general, to the roles, responsibilities and capacities of those individuals and groups charged with decision making within an organization. In an effectively governed organization, differential roles and responsibilities are carefully defined and respected, and capacity building is constantly a work in progress.

Universities are, in many ways, unique organizations; they represent a special challenge since, unlike most corporations – and unlike the utopian dream of many in the academy – governance is a shared responsibility. Moreover, within universities, the centrality of the independence of faculty members to the academic health of the institution suggests that they have a role in governance quite unlike that of employees inside a business corporation.

Universities must be governed in ways that respect their unique characteristics. With this in mind, we identified a number of key principles that provided a foundation for our analysis of Concordia's current governance arrangements and our recommendations for change.

A- Bicameralism and Shared Governance

Almost all Canadian universities have a bicameral structure where there is a division of authority between two governing bodies: a board of governors and an academic senate. The key principle underscoring bicameralism is that the responsibility for governance is shared between these two bodies. The senate assumes the central role in determining the academic direction of the institution and ensures that high academic standards are maintained, while the board is

responsible for overseeing the real and fiscal assets of the university and for making sure, along with the president, that the institution is both well organized and well managed. Effective governance under this model requires a strong senate, a strong board, and clear communications between these two governing bodies.

In that context, the president, who plays a major role on both governing bodies, has a particularly important responsibility as an intermediary or go-between to seek or induce, through his or her leadership abilities, a proper balance between the academic and administrative considerations, having regard to the specific mission of the university.

B- Clear Roles and Responsibilities

Board members, senate members, and university administrators need to clearly understand the nature and the boundaries of their roles and responsibilities in this context of shared governance within the organization.

Board and senate members alike have a legal obligation to make decisions that they believe to be in the best interests of the university. Board members are empowered collectively not as owners but as stewards or trustees of the university. Senate members sit as individuals and not as servants of their specific constituency; they must, in the same way, act collectively as stewards or trustees of the university in discharging the academic and administrative responsibilities vested in them.

C- Transparency

Universities are public institutions in that they have a responsibility to serve the broader society. In addition, most Canadian universities are substantially supported by the public purse. University governance processes must, therefore, be transparent in that it should be clear what decisions have been made, by whom, on what basis and why.

Transparency, however, does not mean that all information should be freely available. In fact, universities have, for example, an obligation to protect the confidentiality of information in their possession such as the records of their personnel and the academic records of their students. They also have the right and the duty to protect strategic information in order not to jeopardize the negotiation of contracts and agreements. However, to the extent possible, it is important for processes to be open and transparent.

D- A Strong Academic Administration Accountable to an Effective Governance System

While most of its important work takes place in its classrooms and laboratories, a university requires a strong academic leadership as well as a dedicated and supportive administration if it is to move forward in strategic directions and be successful. This administration ensures that the institution has the faculty, staff, classrooms and laboratories necessary to fulfill its academic mission, and it makes strategic decisions about the allocation of what are often scarce resources.

Most importantly, the academic administration, in this case headed by a president, must lead the institution through the development of an academic plan for the consideration of the senate and the board. Once approved, this strategic plan, which should include appropriate benchmarks for its success, provides a foundation for determining institutional priorities and other important decisions. Such strong academic leadership can, however, only occur when the president has both the full support and confidence of the board to which he or she is primarily accountable, and the full support and confidence of the senate.

E- Managing Conflicts of Interests

One of the unusual features of universities is that community members frequently play multiple roles. These situations can lead to numerous real or perceived conflicts of interests. A department chair is also a member of a bargaining unit. A student can be a senator or even a board member. A professor can be a senior academic administrator, the parent of an undergraduate student and a member of the board, all to say nothing of the multiple professional, business and personal relationships of the external members of the governing board.

The challenge is not to completely eliminate such conflicts of interests. They are endemic to a university organization. An important principle in university governance, however, is to ensure that such conflicts are declared and appropriately managed.

F- Board and Senate Renewal

Renewal is important in any organization; it is particularly important within universities.

Many Canadian universities have established maximum term lengths for senior academic administrators, deans and members of governing bodies. These are based on the common assumption that much can be gained through renewal and change. There should be clear limitations on the maximum length of time than an

individual can be a member of the board or of the senate so that space can be created for new members with fresh ideas and new perspectives.

G- The Necessary Distinction between Collective Bargaining and University Governance

It is essential to the vitality of the bicameral and shared governance model which allows for a direct involvement of the university community in governance, even giving it a preponderant voice in academic matters, that an adequate distinction be made between what is in the purview of collective bargaining and what is in the purview of the much desired collegiality in the management of the university. Otherwise, the adversarial culture associated with collective bargaining will permeate the relationship between the university community and its governing structure, especially at the level of the senate.

The juxtaposition of collective bargaining and sharing in governance in a university obviously requires the development of appropriate arrangements in the working of the board so as to adequately manage the conflict of interests situations in which internal members find themselves, most notably when the question of negotiating their conditions of work arises.

H- Mutual Respect

Universities are places where people disagree: ideas and findings are openly expressed and subjected to rigorous academic debate. It is vital for universities to protect this academic freedom. It means that scholars must have the freedom to explore controversial questions.

As a counterpart to this exceptional and essential degree of freedom of thought and speech is a requirement for a high degree of mutual respect within the organization. Individuals and groups must respect the rights of others to have and argue views that are different from their own. The same principle holds true for all participants in university governance.

The governance structure of the university is the contact point between the academic community and representatives of the community at large to which the university, as a public interest institution largely funded by society, is accountable. Governance processes can provide a space for vigorous discussions of the mission, the future direction and the present administration of the institution. Of course, this needs to take place within an environment of mutual respect.

As suggested above, if any of this is to be realized in any university, the primary requirements are respect for each other by all of those involved in governance,

whether governors, faculty, students, alumni or staff, and a sincere willingness to give the “others” the benefit of the doubt.

It seems to us, however, that these two basic requirements are exactly what have been missing at Concordia.

In the briefs that were submitted and in the meetings that we had, it is not, we believe, an exaggeration to say that what we were experiencing was not a culture of mutual respect but, rather, a culture of contempt. Everyone seemed quite willing, in some cases even anxious, to think the worst of someone - in some cases, everyone - else. It seemed almost as if by projecting experienced difficulties on some other person or on some other group, one was relieved of any responsibility to question one’s own motives and behaviour.

The environment at Concordia appeared to us as unnecessarily and unproductively adversarial. What is remarkable, however, is that under these difficult and adverse circumstances, the core activities of the University, its teaching and research, appeared relatively unaffected.

We are convinced that all of those participating in Concordia’s governance bear a heavy responsibility to find a way to work together in order to gradually achieve a climate characterized by mutual respect and understanding.

Changes in climate take time and the modification of an institutional culture is notoriously difficult to achieve. Moreover, such changes need to occur within the minds of those committed to and/or working and studying at Concordia. It involves a painstaking and gradual “learning by doing differently” process rooted in a renewed mutual presumption of good faith between the actors.

In this context, if there are limits to what can be achieved by changes in the governance arrangements, we are nevertheless convinced that much can be realized. The briefs submitted, the members of the community that we met, and our consequent reflections in view of our experiences have led us to identify a number of more specific issues of governance which, if proactively and cooperatively addressed, should go a long way toward not only better governance for but also greater civility at the University.

IV- RECOMMENDATIONS

There are many areas of governance that might be addressed. At the most general level, the University should consider a revision of the *Charter of Concordia University*.

The present Charter was certainly appropriate for its purpose of arranging for the merger of Sir George Williams University and Loyola College. Relative to many other university acts, it seems to be rather mechanical in nature and strangely silent on the special mission of the University. In addition, since some of the more specific recommendations outlined below will require changes in the Charter for their implementation, we recommend:

Recommendation 1

That, as the basis for University governance going forward, the President work with the Board and the Senate with a view to developing an updated Charter which should not only redefine the governing structure of the University but also include a statement of the fundamental elements of its mission.

More specifically, there are many areas of governance that might be addressed. We believe, however, that the most important among these are (A) the Board of Governors, (B) the Senate, and (C) the President.

A- The Board of Governors

The members of the Board of Governors of Concordia are loyal, dedicated and committed to an important future for the University, and they are clearly willing to work hard so as to contribute to that future. Moreover, independent of the issues that gave rise to our mandate, the Board has already recognized the need for a reconsideration of its governance arrangements by establishing its own Ad Hoc Governance Review Committee. The draft report of this ad hoc committee has been of real assistance to us.

Nevertheless, recent events at the University, events in which the Board played the most pivotal and controversial role, suggested that we should give considerable priority to a reconsideration of the size, the composition, the role and the working arrangements of the Board of Governors.

1. The Composition and Size of the Board

Given the shared governance model appropriate to a Canadian and Quebec university, the membership of the Board of Governors should continue to include individuals not working at the University (external members) and faculty, staff, and students (internal members). Although there is no ideal ratio of external to internal members, it seems to us appropriate that a clear majority of the Board Members be individuals not working for the University, but there also needs to be substantial representation from faculty, staff, and students. We recommend:

Recommendation 2

That the Board of Governors be composed of not less than 60% external members and not less than 35% internal members.

We recognize that including internal members on the Board introduces potential conflicts of interests. External members can equally find themselves in conflict of interests situations, for example, because of their relationships to each other or because their firms wish to do business with the University. In general, and as specified above in the principles of university governance, there is no way of avoiding all of these conflicts of interests. Once recognized, however, there are ways of effectively managing them.

Although the research literature is not entirely clear concerning the appropriate size of a university board of governors, there is considerable consensus that large boards can be problematic. We believe that the size of the current Concordia Board of Governors, effectively forty-two, is far too large. This prevents the Board from being an effective forum for discussion. It ensures that actual decisions are being made by a much smaller group, in this case primarily either the Executive Committee or another group without any formal status. We recommend:

Recommendation 3

That the composition of the Board of Governors be reduced to twenty-five members, fifteen external and ten internal.

Recommendation 4

That the status of non-voting observer on the Board be abolished in the By-laws.

Recommendation 5

That the ten internal members be the President, five full-time faculty, one part-time faculty, two students and one staff member.

We recognize that this reduction in size will mean that legitimate constituencies (e.g., alumni, pensioners) will not be guaranteed representation on the Board. One should bear in mind that there are other opportunities for such representation either among the Board's external members or on relevant committees.

In our opinion this is a small price to pay for what we see as an opportunity to increase the effectiveness of the Board. As is the case with all governing boards,

effectiveness will depend on the assumption that the Board represents a unit broader than its selection arrangements. Each member of the Board, internal or external, is legally bound to act in the best interests of the University, i.e., beyond – far beyond – the immediate interests of the constituency from which he or she comes.

In terms of the selection of external members, we heard and read many comments to the effect that the current representation of the community-at-large is too homogeneous. Without entering into the merits of this argument, it seems to us that, as a matter of principle, a balanced representation of society on the Board, reflecting a diversity of skills and backgrounds having regard for the specific character of the University, is highly desirable. We recommend:

Recommendation 6

That in choosing its external members, the Board consider the diversity of skills required and the need for some representation from alumni. It should also strive for a reasonable balance among members with experience in business, non-profit organizations, the professions, fine arts, and the public sector.

On the other hand, as stated above, every university needs to have an appropriate arrangement for a balance between the twin needs of continuity in and renewal of the membership of its governing bodies. In fact, Article I of Concordia's *Guidelines Respecting the Appointment of Representatives from the Community-at-Large to the Board of Governors* "normally" limits the term of office of external members of the Board to two consecutive terms of three years. No such provision seems to exist for internal members of the Board who are freely elected by their own specific constituency.

With respect to the term of office limitations for external members, it seems that the exception intended as narrow to the two-term limit in the Guidelines has become the rule. Many external Board Members have far outreached the stated maximum of six years. The Board's apparent disregard for its own term limits has created a credibility gap in the University community.

It is, in our opinion, in the interests of the University, both for the renewal and for the credibility of the Board of Governors, that the term limits of Board Members be strictly enforced.

In this regard, we consider that a four-year term, once renewable, should provide enough time for any particular Board Member to be properly oriented and to acquire the direct experience on which the Board will, over time, increasingly depend. We propose a particular provision with respect to the Chair of the Board

considering that this function requires a higher degree of familiarity with and an in-depth knowledge of the Institution.

Finally, we see no reason why the logic of term limits for external Board members should not also be applied to internal members of the Board.

We recommend:

Recommendation 7

That membership on the Board of Governors, whether by appointment or by election, be limited to no more than two terms of four years each, with the exception of students who shall be limited to two one-year terms.

Recommendation 8

That in the specific case of the Chair, the term limit for Board membership be extended to not more than twelve years, including the time spent as Chair.

Recommendation 9

That membership terms on the Board of Governors be staggered so that only a limited number of Board members retire in any one year.

Recommendation 10

That the proposed term limits be embedded in the University's By-laws rather than, as at present, in a guideline, and that these provisions be strictly enforced.

The current situation is such that the terms of office of all the external members of the Board end or have been extended to end in 2011. Many Board members will then have exceeded our recommended term limits, while others will possibly come for reappointment. This will create an opportunity for substantial renewal, even given the effect of the proposed downsizing of the Board. In that process, it should be relatively easy to find a way to ensure the staggering of terms.

Of course this will mean that long serving Governors will terminate their association with the Board. It does not mean that their links with the University should be severed if they still desire to make a significant contribution. The experience of such Board Members and their commitment to the University obviously represent an important asset. We recommend:

Recommendation 11

That the University find significant ways to continue the involvement of its former Board Members in the life of the University, such as service on Board committees or the creation of a "Conseil des Sages."

2. The Working Arrangements of the Board

The present Board comprises four Vice-Chairs all of whom are external members. Moreover former Vice-Chairs still sit as Governors. This has favoured the constitution of an informal and inappropriate "Board within the Board". In the context of the proposed reduced Board, this practice should, in our opinion, be revised.

We also believe that a slightly smaller Executive Committee might be appropriate.

We recommend:

Recommendation 12

That the number of Vice-Chairs be set at two and that they be elected by the whole Board, one from among its external members and one from among its internal members.

Recommendation 13

That the Executive Committee be composed of the Chair of the Board, the two Vice-Chairs, the President, one internal Board member, and two external Board members.

With respect to the other ongoing working arrangements of the Board, we support the rationalization and streamlining of the committee structure which has been tentatively put forward by the Board's Ad Hoc Governance Review Committee. Under the proposed arrangement, the process for selecting external members of the Board will be the responsibility of the Governance and Ethics Committee. We believe that the overlap in membership between this Committee and the Executive Committee should be minimized. We recommend:

Recommendation 14

That the Chair and the President be the only members of the Executive Committee who are also members of the Governance and Ethics Committee.

We believe that as a matter of principle, as many committees of the Board as possible should include both internal and external members. The Ad Hoc Governance Review Committee is currently recommending merging the Audit and Finance Committees. This will effectively limit the participation of internal members in key budget discussions. We recommend:

Recommendation 15

That the Audit Committee, appropriately limited to external members of the Board, be distinct from the Finance Committee which should include internal members.

During our consultations, we learned that the practice of standing committees reporting to the full Board has not been consistent. We believe that regular reports from committees to the full Board are essential to enlightened deliberations. We recommend:

Recommendation 16

That all Board committees, including the Executive Committee, report on a regular schedule to the full Board.

We have heard and read many negative comments about the unseemly practice of appearing to extend Board meetings for external members only. There has been a definite perception that the Board did not, yet again, abide by its own rules and really function properly as a Board. This certainly added to the previously mentioned credibility gap towards the Board in the internal community.

On the other hand, we were informed that while meetings of the Board were in principle public, a practice has developed that 'in camera' meetings are placed at the beginning of the agenda so that members of the community who wish to attend are left waiting for an indefinite amount of time. We recommend:

Recommendation 17

That the practice of seemingly extending Board meetings for external members only be abandoned.

Recommendation 18

That those items on the Board's agenda which have to be discussed 'in camera' be put as much as possible at the end of the agenda.

3. The Role of the Board

Other than the appointment of the President, the primary role of the Board is to provide general oversight as well as to effectively manage the real and fiscal assets of the University.

Board Members must, however, resist the temptation to insert themselves into day-to-day management. University management is the sole responsibility of the President which is why the Board's involvement in the appointment of the President is so important.

The Committee saw no evidence, although there were rumours, accusations and insinuations, particularly with respect to distance education, that the Concordia Board has systematically interfered with core academic or curriculum decision making. There was, however, some evidence of Board members working directly with members of the Administration in such a way as to by-pass and, therefore, weaken the function of the President. This should not happen as a matter of principle. Furthermore it runs contrary to the Board's own *Statement of Governors' Responsibilities*. We recommend:

Recommendation 19

*That the President be **the** face of the University to the Board and that any contacts between individual Board members and other administrators be limited to those directly sanctioned by and arranged through the President.*

Situations such as these stress the importance of providing Board members, both external and internal, with an initial and ongoing professional development program regarding the nature of their fiduciary role and their responsibilities within the shared governance model of a university. We were interested in learning that the Board recently initiated a retreat which provided an opportunity for external members to know more about the University but also for internal members to share in developing a common vision and understanding. We recommend:

Recommendation 20

That the Board of Governors develop, in partnership with the senior administration, a substantial professional development program for all members of the Board.

Finally, there is the question of the accountability of the Board, in terms of both to whom the Board is accountable and how this accountability might be exercised.

The Board's primary accountability is to the academic mission of the University. In this respect, we believe that the Board, working with the President, must find a way of regularly reporting on that mission not only to the Provincial Government and to the internal communities of the University but also, where the opportunity arises, to the wider public upon whose support the University depends. We recommend:

Recommendation 21

That the Board of Governors produce an Annual Report documenting its major decisions and activities and that it be published on the University's website.

B- The Senate

1. The Composition and Size of the Senate

Given our very limited exposure to academic life at Concordia, it has been difficult for us to make specific recommendations with regards to the Senate. The composition of the Senate, recently revised, seems a reasonable one although staff is not represented. Considering the importance of the administrative and support staff in the academic life of the University, we believe that this should be remedied. We recommend:

Recommendation 22

That the membership of Senate be modified to include two representatives of the administrative and support staff while respecting the present proportion of faculty membership.

Some have suggested that at fifty-three voting members, the number of Senators is too large. We believe, however, that the Senate, more or less as presently constituted, can be made to work. What is required, among other things, is for the Senate to carefully review its internal processes to ensure that it is fulfilling its responsibilities to oversee the academic direction of the University and to carefully examine the University-wide implications of the proposals that come forward.

As is the case with the Board of Governors, the Senate also needs to provide for the continuous renewal of its own membership. We recommend:

Recommendation 23

That the terms of office of Senate members be limited to two consecutive terms.

Recommendation 24

That the Senate develop, in partnership with the senior administration, a substantial professional development program for all members of the Senate.

2. The Working Arrangements and the Role of the Senate

In the bicameral and shared governance model that is central to our vision, while the Board of Governors is “supreme” relative to the administration of the fiscal and real assets of the University, the Senate should be “supreme” relative to the academic governance. It should be, and it should be recognized to be, the guardian of the central mission of the University, i.e., its academic plans, its academic programs and its academic standards.

The present Concordia Senate has been described to us as a relatively weak link in the University’s governance arrangements. The reported reasons for this vary, but these include the fact that the Senate is a creature of, and subservient to, the Board, and that the Senate is not regarded as an effective forum for determining University-wide academic policies and plans.

In a bicameral and shared governance arrangement, however, it is extremely important that the Senate be regarded as a strong governing body operating in parallel with the Board and that it receives the same level of attention as the Board by the senior administration. Deans and other academic leaders must play an active role in contributing to Senate discussions. Finally, the Senate, rather than its own committees or faculty and department councils, should be the key forum for determining University-wide academic policies and plans.

These assertions suggest a serious governance problem since, to the extent that they are true, there does not seem to be a strong and active academic body giving shape to the overall academic mission of the University. There would then be no academically sanctioned set of criteria by which particular plans and proposals are assessed in a global and integrated institutional perspective.

On the other hand, we heard comments to the effect that the Senate is sometimes getting involved in areas which are outside its jurisdiction. It is, for us, difficult to see any matter being outside of the Senate’s purview given its right under article 48 of the By-laws to make recommendations to the Board on any matter.

Whether or not these assertions are precisely true, we believe that the status of the Senate should be strengthened. For example, its current status as a creature of the Board, as per articles 33 and 48 of the By-laws, seems entirely inappropriate.

The Senate should have the authority over the University's academic policies, including the establishment of academic standards and the approval of academic plans. The Senate must also have the authority to review the quality of courses and programs, whether in the standard or on-line format, including those associated with KnowledgeOne, and be engaged in decisions related to academic priorities and "signature areas." We recommend:

Recommendation 25

That the Charter of Concordia University be amended so as to establish an Academic Senate in its own right, as a body vested in a system of checks and balances, with a proper degree of authority on academic matters and the ability, as is currently the case in the By-laws, to make whatever recommendations it deems appropriate to the Board on other matters.

Since the Senate would then be formally constituted as the primary governance body with respect to academic matters, we believe that it is important that the Senate reflect on its value system and on the specific fiduciary responsibilities of its members. We believe that the development of a Code of Ethics will enable the Senate to crystallize and integrate the value system that should inspire its working arrangements.

In our opinion the process of developing and agreeing on the content of such a Code of Ethics is as, if not more important, than the end product. We recommend:

Recommendation 26

That the Senate develop and adopt its own Code of Ethics.

As important as the above steps are, the most fundamental duty of the Senate should be the development of an overall academic plan for the University, i.e., the definition, well beyond what is in the current Strategic Framework, of Concordia's special academic mission.

We recognize that initial work on such a plan has been ongoing. However, the development of any substantial academic plan remains a multi-year process, one that involves consultation and "buy-in" by many constituencies. Once realized, however, such a plan, including the development of appropriate benchmarks for assessing its progress, should be the essential and invaluable standard by which

Concordia could then make, in a principled way, the many difficult choices that lie ahead in the coming years. In that institutional process, the Senate should play a leadership role. We recommend:

Recommendation 27

That the President, the Provost and Vice-President, Academic Affairs and the Vice-President, Research and Graduate Studies work actively with the Senate, the Board and the Faculty Deans to develop a formal and detailed statement of the specific academic mission of Concordia as well as an overall academic plan for realizing this mission in the years ahead.

Detailed academic plans are difficult to develop if they are to be meaningful, i.e., if they are to be detailed enough and reflective of the difficult choices that have to be made. In addition, such plans are in constant need of revision in the light of ongoing experience both within the University and with respect to the external environment. Nevertheless, progress must be made, and the Senate should be central to this effort.

We believe that it is essential to build on the present effort to improve communication between the Senate and the Board of Governors. Such communication implies both the sharing of information and working together. In this context, it is important that the President not be placed in the uncomfortable position of being solely responsible for keeping each governing body informed of the work and opinions of the other. We recommend:

Recommendation 28

That the Senate and the Board formalize the practice of joint meetings between the Executive Committee of the Board and the Steering Committee of Senate, such meetings to be held no less than twice in each academic year.

Finally, the Senate, like the Board, should have greater accountability to the broader community for its specific contribution to the governance of the University. We recommend:

Recommendation 29

That the Senate produce an Annual Report documenting its major decisions and activities and that it be published on the University's website.

C- The President

It is not our mandate to analyze in any detail the specific combination of events that led to the spectacularly unsuccessful appointments of the last two Presidents. We are, however, conscious that our Report is part of the institutional process of trying to avoid any repetition of this experience. In this context, we would like to comment both on the selection process on the one hand and on the place and role of the President on the other.

1. The Selection of the President

Article 33 of the By-laws empowers the Board of Governors to appoint the President and to establish the appropriate procedure for doing so. The current procedure, set out in Article 70 of the *Rules and Procedures for Senior Administrative Appointments*, provides for a fourteen member "Presidential Search Committee" chaired by the Chair of the Board. The other thirteen members are two external members of the Board, five full-time faculty members- a proportion enshrined in the faculty collective agreement – one part-time faculty member, two students, one senior administrator, and two staff representatives.

Since the selection of the President is the single most important responsibility of the Board, it is crucial that the Board's own process empowers it to make an enlightened choice in full confidence. It is our opinion that this "full confidence at appointment" objective is not likely to be met by the present process. Even though this process provides for substantial input from the internal community, it does not give the Board a level of input sufficient to its independent responsibility for the appointment.

In addition, Concordia's practice of arranging for a public presentation by the short listed candidate prior to the Committee's report to the Board, whatever its other advantages, can only serve to make matters worse. The present process needs, therefore, to be revised in such a way as to better insure that any proposed appointment enjoy the confidence of both the internal community and the Board.

Since the process for the selection for Concordia's next president is at hand as this Report is being written, we recommend:

Recommendation 30

That in and for the immediate future, the amendments to the Rules and Procedures for Senior Administrative Appointments regarding the presentation of candidates recently brought forward by the Board's Ad Hoc

Governance Review Committee be adopted for the selection of Concordia's next President.

This recommendation would provide the Board with increased power in determining “whether or not a candidate meets the essential criteria to be presented to the community”. It should also alleviate the main preoccupation of the Board while virtually preserving the status quo.

This being said, it would be in the interest of Concordia, at a later stage, to develop a more permanent and, perhaps, a more elegant solution, one that would allow for the participation and input of the University community while providing the Board with the level of confidence it needs.

For the longer term, we recommend:

Recommendation 31

That, in the longer term, the Presidential Search Committee be chaired by the Chair of the Board and be composed of a majority of Board members, internal or external.

We believe that the advantages of the long-standing practice of a public presentation to the University community by the short-listed candidate are ephemeral. In addition, in our opinion, it has two major flaws. First, this process makes it extremely difficult for the Board to fulfill its responsibility in a context where it risks being presented with a virtual ‘fait accompli’. Second, the process is very likely to have a chilling effect on prospective candidates who may be unwilling to have their names brought forward for even initial consideration. We recommend:

Recommendation 32

That within the process for the selection of the Concordia's President, the practice of a presentation to the University community by the short-listed candidate be abandoned.

2. The Role of the President

At the present time, the President of Concordia is in difficult circumstances. On the one side, there are the power centres of the many faculty and staff unions. On the other side, there is a strangely amorphous Senate where the faculty deans appear mainly silent and focussed on their own schools. Finally, there is the unusually rapid turnover in vice-presidents at least some of whom, along with the

assistance of particular members of the Board, seem to be pursuing their own agendas. Therefore, serious attention must be paid to strengthening the President's capacity to administer the Institution.

First and foremost, the President must, on appointment, enjoy the full confidence of the Board. The Board must then support the President as he or she leads and administers the Institution. If certain dissatisfactions develop, the Board must make all possible efforts to work with the President, whose term, after all, is limited, so that they can move forward together. Secondly, there must be a clear distinction between the advisory and supervisory functions of the Board of Governors and the executive responsibility of the President.

Any action by the Board or by members of the Board which is susceptible to undermining the executive authority of the President must be avoided. The Board should strictly abide by its own *Statement of Governors' Responsibilities* which states that:

“Governors are expected to understand that the Board's role is general oversight and policy making and not involvement in administration or the day-to-day running of the University. Governors should also recognize that authority resides only with the Board of Governors as a whole and not in its individual members.”

It may, of course, be appropriate from time to time, and certainly with respect to Board committee work, for individual Board Members to be in touch with the Vice-Presidents or, indeed, other staff members. Such contacts must, however, be limited by whatever policy a particular President adopts in this respect and not degenerate into the micro-management of specific dossiers.

Thirdly, the President has to report and answer to the Board for his or her administration of the assets of the University and for the pursuance under his or her leadership of its academic mission, both within the parameters of the strategic framework and of the academic plan adopted by the Board. Accordingly, it is essential that the President not only be “in charge” but also appear to be so with the full support of the Board. It is also essential that the President be **the** face of the University to the Board.

For example, the Board has, as it should have, a committee dealing with senior salaries. With respect to this issue, the Board should limit its activity to ensuring that the appropriate policy and process is in place and is being followed. It should be silent with respect to individual salaries other than the salary of the President.

In this context and to insure the vivid – almost visual – integration of this principle at Concordia, we would oppose the current policy of having the Vice-Presidents sit around the table at Board meetings, participating freely in any deliberation. It is the President who should personify the executive function of the University to the Board, feeling free to request, as he or she deems fit, the assistance of any member of his or her team to make any presentation or to answer any question. We recommend:

Recommendation 33

That the President have the prerogative of determining those members of the senior administration whose assistance is necessary for any given issue at any Board meeting.

The President must, of course, be free to develop, mobilize and evaluate the support team around him or her in order to fulfill his or her duties.

In some universities, an incoming president selects his or her vice-presidents who are then nominated by the board for the duration of the president's mandate. In other universities, as at Concordia, each vice-president is distinctly appointed by the board for the duration of his or her own mandate. Both of these models have advantages and disadvantages. If the former seems to offer better guarantees in terms of the cohesion of the management team, the latter provides a new president with a team of seasoned managers well acquainted with the particulars of running the institution.

What we deem essential is that the President be comfortable with his or her management team and that he or she be entirely confident that these Senior Officers are loyal and share, under his or her leadership, a common vision of the orientation and workings of the University. We recommend:

Recommendation 34

That the Rules and Procedures for Senior Administrative Appointments be modified to expressly state that all relevant search committees be advisory to the President and that the President have the sole responsibility to recommend to the Board the appointment of all senior administrators.

Recommendation 35

That an incoming President be expressly granted the right to review the mandates and the appropriateness of his or her immediate staff as well as that

of the Vice-Presidents and be free to use the current policy to bring any of their terms of office to an end within a year.

The President also needs to be free to develop, as is the case, for example, with the current President's Executive Group (PEG), any informal advisory structure that he or she finds useful. Care, however, should be taken not to mistake this or other similar groups for a part of the governance structure. Otherwise, these groups will not be effective in enhancing the leadership role of the President in arbitrating differences and fostering the development of common goals and a common vision in the senior administration. We recommend:

Recommendation 36

That informal advisory groups within the senior administration not be characterized as part of the governance structure.

During our consultative process, we were reminded that many of the Senior Officers of the University do not have an academic or faculty background. We believe that the underlying assumption that "only academics can manage academia" is just as suspect as its opposite assumption that "academics cannot manage an institution". Senior administrators should be appointed on the basis of their own merits, having regard to their ability to assume their responsibilities with a good understanding of the particular nature of a university and the priority of its academic mission as well as to their capacity to work as part of a team under the leadership of the President.

When one considers the role of the President, one must bear in mind that he or she is not only responsible for the administration of the human, material and financial assets of the University but that he or she must also be an inspiring academic leader. We recommend:

Recommendation 37

That a previous practice be revived enabling the President to chair the Senate and that the Senate make provision for the appointment of a deputy chair.

The President must also orchestrate the process for articulating and reasserting the academic mission of the University. One must stress the substantive importance of having an academic plan but also of finding a language to express it in terms that are meaningful, not only for the Senate but also, and just as importantly, for the members of the Board.

Thus, at Concordia, the incoming President must have as a first priority the development of the long-delayed academic plan for the University. In this way, the Board and the Senate can appropriately govern with a common understanding of the past, the present and the future of the University. We recommend:

Recommendation 38

That the first priority of the incoming President be the establishment, within the context of the already approved strategic framework, of an academic plan drafted in terms that are meaningful to both the Senate and the Board.

V- CONCLUSION

Concordia University has many assets including a rich history, a wide range of valuable undergraduate and graduate programs, a diverse body of students both full-time and part-time, a Board of Governors and alumni committed to its future, talented faculty both full-time and part-time, a balanced budget and many well developed links between both the Sir George Williams and the Loyola campuses and the communities which they serve.

Thus, despite the funding shortfalls that will face all Quebec universities in the immediate future, Concordia University has a real potential to prosper and thrive.

Concordia faces, however, three special challenges: one academic, one with respect to governance and one cultural.

Academically, the challenge is the development of a shared academic plan that defines in considerable detail the particular academic mission of Concordia University. We recognize that work on the development of such a plan – it is always a multi-year project, and it needs constantly to be revised in the light of experience – is ongoing, but, in the interim, there are hard choices to be made, even in the absence of recognized and agreed upon priorities for the University.

Matters of governance are important especially in university organizations where governance is a shared responsibility. We believe that Concordia's governance needs to be strengthened in a number of ways, particularly with respect to the size and role of the Board of Governors and the strengthening of the status and role of both the Senate and the University's President. We are confident that the recommendations made in this Report in these areas offer a way forward for the University.

There are, however, limits to what governance reform by itself can accomplish. Governance arrangements can never substitute for inspired and effective

leadership. Colleagues and groups of colleagues must be able and willing to work together under such leadership in the context of both a shared vision and mutual respect.

The academic plan for the University, once approved by the Senate and the Board of Governors, will go some way toward creating the shared vision; changes in the governance arrangements will also be helpful.

Success, however, will depend most crucially on whether the Concordia University communities are committed to a civility of discourse and the giving to the “other” the benefit of the doubt.

Adversarial cultures can be exciting and, at times, productive. We are convinced that such approaches, after all these years, have outlived their usefulness to this University. Moreover, such approaches will not contribute to the realization of the hopes for the future outlined in Concordia’s own Strategic Framework. Adversarial approaches are, perhaps, more suitable to a “command and control” model. Shared governance, however, requires quite a different cultural commitment. With so much talent and creativity to offer, we see great potential within the University if its various communities can find a way to work together so that Concordia can move forward.

APPENDIX A: Composition and Mandate of the External Governance Review Committee

Background

On January 21, 2011, Senate adopted a motion that a Special Governance Commission be struck to review past events and current governance structures and to make recommendations for the future. On February 17, 2011, the Board of Governors approved the establishment of an external governance review committee comprised of a small number of members external to the University, and designated Dr. Frederick Lowy, President and Vice-Chancellor of Concordia, to draft the mandate and recommend the membership of said committee in concert with Senate.

On February 18, 2011, Senate approved the establishment of an external governance review committee comprised of three members external to the University, including at least one current or former faculty member, and designated its Steering Committee to work with Dr. Lowy to set the mandate and approve the membership of said committee.

Following discussion and consultation, the following composition and mandate of the Governance Review Committee (“the Committee”) is proposed.

Composition

Dr. Bernard Shapiro, Chair

Dr. André C. Côté

Dr. Glen A. Jones

Mandate

1. The Committee is mandated to take cognizance of, review, and make recommendations with respect to matters of governance at Concordia University.
2. In particular, the Committee shall consider the following questions:
 - 2.1 What are the appropriate compositions, mandates, roles and modes of operation of the formally constituted governing bodies with respect to governance at Concordia University?
 - i. The Corporation;
 - ii. Board of Governors and its committees;
 - iii. Senate and its committees;

- iv. Faculty Councils.
- 2.2 What is the appropriate role of each of the various categories of members of these bodies, how should each be selected, and what is an appropriate term of office?
 - i. External members;
 - ii. President and senior administration;
 - iii. Faculty members, full- and part-time;
 - iv. Staff members;
 - v. Students;
 - vi. Alumni;
 - vii. Labour unions.
 - 2.3 What is the appropriate relationship between the Board of Governors and Senate?
 - i. What is the appropriate leadership structure of each body?
 - ii. Are the appropriate accountability and transparency measures in place?
 - iii. How can effective communication be ensured between the Board and Senate?
 - 2.4 What is the appropriate relationship between the Board of Governors and the administration?
 - i. What is the appropriate role for the Board in the selection and oversight of the President?
 - ii. What is the appropriate role for the Board in the selection and oversight of other senior administrators?
 - 2.5 How can effective communication be ensured between the Board of Governors and the overall university community?
 - 2.6 What is the appropriate role for ongoing governance education for the participants on Concordia's formally constituted governing bodies?
3. The Committee shall conduct its deliberations with a view to ensuring the optimal future functioning of the University.
 4. The Committee shall formulate any general or specific recommendations of a policy nature which it deems appropriate and useful; it shall report findings resulting from its activities and make recommendations with respect to such findings.

Procedural Matters

5. The Committee shall complete its work within 60 days of its first meeting. Its report shall be provided to the President of the University, who shall make it public.
6. The Committee shall have access to the deliberations of the Ad Hoc Governance Committee of the Board.
7. Persons or bodies wishing to make a written submission to the Committee should notify the Secretary of the Committee (Ms. Danielle Tessier – danielle.tessier@concordia.ca or by facsimile at 514-848-4550) of their intention to do so no later than April 1, 2011. Submissions should reach Ms. Tessier no later than April 15, 2011. The Committee, at its discretion, may request meetings with or further information from individuals or bodies who have made submissions; from persons mentioned in submissions; or from other persons.
8. The University Administration shall assure its full cooperation with the Committee and affirms that all members of the University are free to make submissions without fear of reprisal. The Committee will make every effort to respect requests that information provided to it be treated as confidential within the limits prescribed by law.

APPENDIX B: List of Meetings with Groups and Individuals

Groups

Members of the President's Executive Group

Mr. Philippe Beauregard
Mr. Roger Côté
Dr. Louise Dandurand
Me Bram Freedman
Dr. David Graham
Mr. Patrick Kelley
Me Jonathan Levinson
Me Dominique McCaughey

Academic Deans

Mr. Gerald Beasley
Mr. Noel Burke
Dr. Graham Carr
Dr. Robin Drew
Dr. Brian Lewis

Members of the Ad Hoc Governance Review Committee of the Board of Governors

Mr. Amine Dabchy
Me Rita de Santis
Ms. Jean Freed
Mr. David Gobby
Me John Lemieux

Members of the Steering Committee of the Senate

Dr. Louise Dandurand
Dr. David Douglas
Dr. Andrew Dutkewych
Mr. Menachem Freedman
Dr. William Lynch
Dr. Christopher Ross
Mr. Robert Sonin
Dr. Patricia Thornton

Representatives of the Concordia Student Union

Ms. Lex Gill
Ms. Heather Lucas

Representative of the Graduate Students' Association

Mr. Robert Sonin

Members of the Executive Committee of the Board of Governors

Dr. Shimon Amir
Mr. James Cherry
Mr. Amine Dabchy
Mr. Brian Edwards
Mr. Peter Kruyt
Dr. Peter Stoett
Ms. Annie Tobias

Representatives of the Concordia University Part-Time Faculty Association

Me Patrice Blais
Dr. David Douglas
Dr. Gordon Leonard
Prof. Maria Peluso
Prof. June Riley

Representatives of the Alumni Associations

Mr. Philippe Pourreaux, President, Concordia University Alumni
Association
Mr. Donal Ryan, President, Loyola Alumni Association
Mr. Mardy Weigensberg, President, Association of Alumni of Sir George
Williams University

Representative of the Concordia University Continuing Education Part-time
Faculty Union

Ms. Brenda Grant

Representatives of the Concordia University Faculty Association

Prof. Aaron Brauer
Dr. June Chaikelson
Dr. Lucie Lequin
Dr. Francesca Scala
Dr. William Sims

Representative of the Concordia University Library Employees' Union

Ms. Line Brisebois

Representative of the Concordia University Support Staff Union

Ms. Danièle Berthiaume

Representative of the Association of Concordia University Management and
Administrative Employees

Ms. Miriam Posner

Individuals

Dr. Louise Dandurand
Dr. David Graham
Mr. Peter Kruyt
Dr. Lawrence Kryzanowski
Dr. Frederick Lowy
Dr. Elaine Newman
Prof. Catherine Wild

APPENDIX C: List of Written Submissions ***

Groups

- Association of Concordia University Management and Administrative Employees
- Concordia University Alumni Association, Loyola Alumni Association & Association of Alumni of Sir George Williams University (*joint submission*)
- Concordia University Continuing Education Part-time Faculty Union
- Concordia University Faculty Association
- Concordia University Library Employees' Union
- Concordia University Part-Time Faculty Association
- Concordia University Pensioners' Association
- Department of Accountancy
- Graduate Students' Association
- Teaching and Research Assistants at Concordia

Individuals

- Dr. June Chaikelson, *Professor, Department of Psychology*
- Dr. Vasek Chvatal, *Canada Research Chair, Department of Computer Science & Software Engineering*
- Mr. Andy Filipowich, *undergraduate student*
- Dr. David Graham, *Provost and Vice-President, Academic Affairs*
- Mr. Richard Hinton, *graduate student*
- Mr. Patrick L. Kelley, *Chief Financial Officer*
- Mr. Jamiey Kelly, *undergraduate student*
- Dr. David Ketterer, *Professor Emeritus*
- Dr. Lawrence Kryzanowski, *Professor, Department of Finance & member of the Board of Governors*
- Dr. Michael Lipson, *Associate Professor, Department of Political Science*
- Dr. William Lynch, *Chair, Department, Electrical and Computer Engineering & member of Senate*
- Dr. Elaine Newman, *Distinguished Professor Emeritus*
- Mr. Scott Prentice, *Computer Systems Coordinator, Department of Communication Studies*
- Dr. Charles Reiss, *Professor, Department of Classics, Modern Languages & Linguistics*
- Ms. Spaska Siderova, *former limited-term appointment*
- Ms. Sandra Simbert, *undergraduate student*
- Dr. Steven Snow, *Chair, Department of Creative Arts Therapies*
- Mr. Robert Sonin, *graduate student*

- Mrs. Lillian Vineberg, *member of the Board of Governors*
- Mr. William Wisenthal, *portfolio manager*

*** Since the submissions were considered entirely confidential, no record of them has been retained. All copies have been shredded.

APPENDIX D: Relevant Official and Administrative Documents of Concordia University

1. [Charter of Concordia University](#)
2. [By-laws of Concordia University](#)
3. [Mandates of the Standing Committees of the Board](#)
4. [Guidelines Respecting the Appointment of Representatives from the Community-at-Large to the Board of Governors](#)
5. [Statement of Governor's Responsibilities](#)
6. [Summary of Procedures at Board Meetings and Rules of Order](#)
7. [Code of Ethics and Professional Conduct Applicable to Members of the Board of Governors and Members of Committees Established by the Board](#)
8. [Rules and Procedures for Senior Administrative Appointments](#)
9. [Evaluation Procedures for Senior Academic Administrators and for the President and Vice-Chancellor prior to the Expiry of their First Mandate](#)
10. [Board of Governors 2010-2011 \(Membership\)](#)
11. [Standing Committees of the Board of Governors, 2010-2011 \(Membership\)](#)
12. [Membership and Functions of Senate Standing Committees](#)
13. [Summary of Procedures at Senate Meetings and Rules of Order](#)
14. [Enabling Legislation Regarding the Speaker of Senate](#)
15. [Membership and Powers of the Faculty Councils, the Council of the School of Graduate Studies and the Council of the School of Extended Learning](#)
16. [Reaching Up, Reaching Out: a Strategic Framework for Concordia University 2009-2014](#)
17. [Collective Agreement between Concordia University and the Concordia University Faculty Association](#)