

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

Held on Thursday, November 20, 2008, at 8 a.m.
in Room GM 407-1, SGW Campus

PRESENT

Governors: Mr. Peter Kruyt, *Chair*, Dr. Shimon Amir, Mr. Robert Barnes, Sister Françoise Boisvert, Dr. Tien Bui, Mr. Charles G. Cavell, *Vice-Chair*, Hon. Baljit Singh Chadha, Mr. James Cherry, Me Francesco Ciampini, Mr. Howard Davidson, Me Rita de Santis, *Vice-Chair*, Mr. Jean-Pierre Desrosiers, Dr. Charles Draimin, Mr. Brian Edwards, *Vice-Chair*, Ms. Hélène Fortin, Mr. Eddie Fuchs, Mr. David Gobby, Ms. Suzanne Gouin, Prof. Arpi Hamalian, Mr. Norman Hébert jr., Ms. Keyana Kashfi, Mrs. Judith Kavanagh, Ms. Mahboubeh Khani, Me John Lemieux, Dr. Lucie Lequin, Dr. Catherine MacKenzie, Mr. Tony Meti, Ms. Annie Tobias, Dr. Judith Woodsworth, *President and Vice-Chancellor*

Officers of the University: Ms. Kathy Assayag, Dr. Louise Dandurand, Mr. Michael Di Grappa, Mr. Larry English, Me Bram Freedman, Dr. David Graham

Non-voting Observers: Ms. Jean Freed, Dr. Graham Martin

Guests: Mr. Sami Antaki, Me Jonathan Levinson

ABSENT

Governors: Mr. Danny Di Perna, Dr. Arvind K. Joshi, Mr. Andrew Molson, Me Marie-José Nadeau, Mr. David P. O'Brien, *Chancellor*, Ms. Catherine Reimer, Ms. Patricia Saputo, Mr. Noah Stewart-Ornstein, Mr. Ivan Velan, Mrs. Lillian Vineberg, Mr. Jonathan Wener, *Vice-Chair*

1. Call to Order

Mr. Kruyt informed the Board that no Closed Session would be held today and called the Open Session to order at 8:05 a.m.

1.1 Chair's remarks

The Chair welcomed Dr. Tien Bui, elected as the ENCS representative replacing Dr. Rama Bhat, who was attending his first Board meeting. He thanked Governors for the excellent turnout at the Installation and Convocation ceremonies held last Monday.

1.2 Approval of the Agenda

Upon motion duly moved and seconded (Kavanagh, Gouin), it was unanimously RESOLVED:

R-2008-11-1 *THAT the Agenda be approved.*

1.3 Approval of the Minutes of the Open Session meeting of October 21, 2008

Upon motion duly moved and seconded (Kavanagh, Gouin), it was unanimously RESOLVED:

R-2008-11-2 *THAT the Minutes of the Open Session meeting of the Board of Governors, held on October 21, 2008, be approved.*

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

There was no business arising from the Minutes.

3. Student Emergency and Food Fund

Mr. Kruyt invited Rev. Ellie Hummel, Coordinator of the Multi-Faith Chaplaincy, to address the Board. Rev. Hummel thanked the Board for allowing her the opportunity, again this year, to speak on behalf of the Student Emergency and Food Fund.

Thanks to generous donations, this year has been successful in terms of the funds raised and the number of students helped. Rev. Hummel explained that for some students the need for support goes beyond grocery vouchers and therefore the Student Emergency Food Fund will be expanded to the Student Emergency and Food Fund. The funds raised will continue to go towards grocery vouchers but will also go towards the awarding of occasional emergency bursaries, which will be administered by the Financial Aid and Awards Office. The Fund constitutes a societal safety net which matches the University's tradition and mission. She encouraged Governors to continue to give generously as they have done in the past.

4. Election of members to the Administrative and Support Staff Tribunal Pool

Upon motion duly moved and seconded (Gobby, Khani), it was unanimously RESOLVED:

R-2008-11-3 *WHEREAS the Policy on the Establishment of Tribunal Hearing Pools provides for an Administrative and Support Staff Tribunal Pool, comprised of members nominated in accordance with the Electoral College Policy;*

BE IT RESOLVED THAT, on the recommendation of the Electoral College, Ms. Mary Genova, Ms. Frederica Martin, Mr. George Spanos and Ms. Maria Trigueiro be elected to the Administrative and Support Staff Pool, for the period beginning immediately and ending on August 31, 2010.

5. Establishment of the Evaluation Committee for the Dean of the Faculty of Fine Arts

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

R-2008-11-4 *WHEREAS Prof. Catherine Wild has confirmed that she is seeking a second term as Dean of the Faculty Fine Arts in accordance with the process outlined in the Rules and Procedures for Senior Administrative Appointments (Policy BD-5);*

BE IT RESOLVED THAT an Evaluation Committee for the position of a Dean of the Faculty of Fine Arts be established with the following composition, as set out in the Evaluation Procedures for Senior Academic Administrators and for the President and Vice-Chancellor prior to the Expiry of their First Mandate (Policy BD-8):

- 1 *Chair;*
- 2 *Members of the Board of Governors, one of whom shall be a representative of the community-at-large or the alumni, the other shall be a faculty member from a Faculty other than the one whose deanship is being evaluated, recommended by the Executive Committee of the Board;*
- 4 *Full-time faculty members from the Faculty where the position is being searched, nominated in accordance with the method specifically adopted by the Faculty for the purposes of this procedure;*
- 1 *Regular part-time faculty member, nominated by the part-time faculty association from the Faculty where the position is being searched;*
- 1 *Dean from a Faculty other than the one whose deanship is being evaluated, recommended by the Executive Committee of the Board;*
- 2 *Students (one graduate and one undergraduate) from the Faculty where the position is being searched, nominated by their respective student associations;*
- 1 *Member of the administrative and support staff from the Faculty in question, nominated in conformity with the Electoral College Policy.*

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6. Establishment of a Committee to Review the Code of Ethics and Professional Conduct regarding Members of the Board of Governors

Me de Santis, Chair of the Ethics Committee, apprised Governors that the current Code of Ethics applicable to members of the Board was adopted in 1998. Since that time, much has changed in relation to governance and ethics issues. Accordingly, it would be timely to establish a review committee in accordance with the membership outlined in the motion hereunder.

Upon motion duly moved and seconded (de Santis, Gouin), it was unanimously RESOLVED:

R-2008-11-5 *THAT the Board of Governors establish a Committee to Review the Code of Ethics and Professional Conduct regarding Members of the Board of Governors, comprised of Me Rita de Santis (Chair), Me John Lemieux, Dr. Lucie Lequin, Ms. Catherine Reimer as well as Me Bram Freedman, and Ms. Danielle Tessier (Secretary).*

7. Approval of the profile of the ideal candidate for the position of Dean of the Faculty of Arts and Science (Document BG-2008-11-D1)

Upon motion duly moved and seconded (de Santis, MacKenzie), it was unanimously RESOLVED:

R-2008-11-6 *THAT, upon recommendation of the Advisory Search Committee for a Dean of the Faculty of Arts and Science, the Board approve the profile for the position of the ideal candidate for a Dean of the Faculty of Arts and Science, as detailed in Document BG-2008-11-D1.*

8. Update of the Advisory Search Committee for a Dean of the Faculty of Arts and Science

Dr. Graham reported that the Search Committee had met and finalized the profile for the ideal candidate which has just been approved. The search consultant expects to provide the Search Committee with a long list of about 20 candidates early next month. Assuming everything goes as scheduled, Dr. Graham indicated his expectation that a candidate will be presented for Board approval in late Spring or early Summer.

In response to comments and questions from Mr. Cavell, Dr. Graham apprised the Board that the Faculty of Arts and Science comprises slightly less than half of all Concordia students. The President has asked him to look into the profile of the Faculty. He has discussed this with Dr. Woodsworth and is working on obtaining additional information for further discussion.

9. Report of the President (Document BG-2008-11-D2)

Dr. Woodsworth reported on her recent visit to China, noting that her diary is posted on the President's website and includes comments on substantive issues as well as anecdotal observations. Her next written report will include a detailed account of her trip. The visit was led by Mr. Kruyt, Chair of the Canada-China Business Council, and several premiers and business and educational leaders were among the group. Dr. Woodsworth spoke of the many collaborative study and research opportunities for students and faculty and of her meetings with the Presidents of the Beijing and Shanghai Alumni Chapters.

Despite the current economic crisis, the University continues to bring in donations during the silent phase of its comprehensive campaign, such as the \$2 million gift announced by Chancellor David O'Brien last Tuesday.

With respect to the strategic planning process, the President was pleased to inform Governors of the success of the World Cafés. People were eager to participate and quite appreciative of the concept which allows them to exchange in an informal setting. Two more open meetings will be held on November 26 and 27. At the invitation of the President, Mr. Gobby explained the concept and the value of holding the World Cafés and thanked Dr. Woodsworth as well as the Offices of the President and of Institutional Planning for taking a risk and trying something new.

Dr. Woodsworth also apprised the Board of her recent meetings with various constituencies, including the pensioners association, the executives of the CSU and of the student faculty associations. The President concluded her report by briefing members on Monday's Installation and Convocation ceremonies. She thanked Governors for

attending her Installation which was a wonderful celebration and touching ceremony. She also very much enjoyed the Convocation ceremonies and the opportunity to say a few words to each student who crossed the stage. She thanked Laurie Zack and his team for the work done on the building and promotion of the President's website.

10. Monthly reports

10.1 Vice-President, Advancement and Alumni Relations - Ms. Kathy Assayag (Document BG-2008-11-D3)

10.2 Vice-President, Research and Graduate Studies - Dr. Louise Dandurand (Document BG-2008-11-D4)

10.3 Vice-President, Services - Mr. Michael Di Grappa (Document BG-2008-11-D5)

There was no supplemental information to those written reports.

10.4 Vice-President, Finance - Mr. Larry English (Document BG-2008-11-D6)

Mr. English recalled that at the October meeting, the Board approved the audited financial statements for the year ended May 31, 2008, subject to the receipt of the final grant calculations from MELS. The "calcul définitif" has now been issued in a draft form, and no adjustments are required to the audited financial statements. The University has also received \$25 million which the government had withheld until such time as the University had submitted a plan to deal with the reduction of the deficit.

With respect to the current financial situation, Mr. English confirmed that the market value of the pension fund and the endowment fund has decreased. However, because interest rates are also down, the University is saving money on its borrowings. Mr. English indicated that the operating budget for 2008/2009 is on target. Mr. Kruyt asked that an update on the second quarter results of the operating budget, the pension fund and the endowment fund managed by the Foundation be presented at the December Board meeting.

10.5 Vice-President, External Relations and Secretary-General - Me Bram Freedman (Document BG-2008-11-D7)

Further to his announcement at the last meeting, Me Freedman apprised Governors that the recently-appointed Associate Vice-President, Government Relations, Mr. Russell Copeman, had already met with several government officials and had several other meetings scheduled. Me Freedman added that Me Frederica Jacobs has been appointed General Counsel and will be joining his team in January. Interviews are currently being conducted to fill three Legal Counsel positions. In response to a question, Me Freedman noted that despite those new hires his overall budget has been reduced by \$200,000 and gave assurances that net savings will result from this reorganization.

Mr. Kruyt asked Me Freedman to comment on the status of the proposed governance legislation. The latter indicated that the legislation is in abeyance since the calling of the provincial election. However, he expects that the issue will come back in one form or another once the new government is formed. Me Freedman highlighted some of the key elements of the proposed legislation, namely the size of the Board, the establishment of

mandatory committees, the decisions that will require Board approval, and the accountability of the Chair for Board decisions.

In light of the impending legislation, Mr. Kruyt felt that an Ad Hoc Committee should be established to review and analyze the proposed legislation and make recommendations to the Board concerning any required follow-up. This Ad Hoc Committee will be chaired by Me de Santis and include Dr. Woodsworth, Me Freedman, a Governor representing faculty and one representing students, Ms. Tessier and himself.

- 10.6 Provost and Vice-President, Academic Affairs – Dr. David Graham (Document BG-2008-11-D8)
- 10.7 Special Communications Advisor to the President – Mr. John Parisella (Document BG-2008-11-D9)

There was no additional information to those written reports.

11. Any other business

There was no other business to bring before the Board.

12. Next meeting

The next regular meeting of the Board of Governors will be held on Thursday, December 11, 2008, at 8 a.m., on the SGW Campus, in Room GM 407-1.

13. Adjournment

The Open Session adjourned at 9:03 a.m.

Danielle Tessier
Secretary of the Board of Governors