

Item: Board of Governors Minutes, June 1994
Call Number: Board of Governors Fonds UA-1, 60.7

Additional Notes:

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AGENDA
BOARD OF GOVERNORS, DALHOUSIE UNIVERSITY
 Tuesday, June 21, 1994 (4:00 p.m.)
 University Hall, Macdonald Building

- 4:00 1. Approval of Agenda
 2. Minutes of Board Meeting of May 17, 1994 (enclosure)
 3. President's Report (to be distributed at the meeting)
 4. Tribute to retiring Board Members (Shaw)
- 4:15 **Items for decision**
5. Financial Matters
 a) Financial Report (enclosure) (Mason)
 b) Audited Financial Statement for year ended
 March 31, 1994 (enclosure) (Petley-Jones)
 c) Appointment of Auditors for 1994-95 fiscal year (Petley-Jones)
 d) 1994-1995 Operating Budget (enclosure) (Cowan/Mason)
6. Nominating Committee Recommendations (Piercey)
 a) Standing Committee Memberships
 b) Appointment of Alumni Association representatives
 c) Appointment of Governor in Council representatives
7. Appointment of Ombud and Assistant Ombud (McKee)
8. Proposed Dalhousie University School of Business
 Trust Fund (enclosure) (Clark)
- 5:10 **Items for discussion**
9. Rationalization update (Clark)
10. "Putting People First" - Final Report to the
 President from the Committee on Employee Morale
 (previously distributed)
- 5:40 **Items for information**
11. Annual Reports of Standing and other Committees
 (enclosure)
12. Progress Report : Senate Reform (Dunn)
- 6:00 13. Adjournment

OFFICIAL BINDER COPY
(MINUTES ONLY)

Minutes of a meeting of the
Board of Governors held on Tuesday
June 21, 1994 at 4:00 p.m. in
University Hall

Dalhousie University
Halifax, Nova Scotia

PRESENT:

Mr. Allan C. Shaw
 Chairperson
Mr. David J. Almon
Dr. D. Wayne Bell
Mr. Robin N. Calder
Mr. Daniel M. Campbell
Dr. Howard C. Clark
 President
Mr. James Connor
Mr. James S. Cowan
 Vice-Chairperson
Mr. J. Dickson Crawford
Dr. Kenneth Dunn
Dr. Brian Flemming
Mr. Fred S. Fountain
Dr. William Hare
Hon. T. Alex Hickman

Mr. Donald A. Kerr
Ms. Lisa Lachance
Mr. Thomas E. G. Lynch
Ms. Bernadette Macdonald
Mr. George MacDonald
Ms. Suzan MacLean
Mr. Rod MacLeod
Hon. Jacqueline Matheson
Mr. Thomas McPhee
Dr. Carmen F. Moir
Mrs. Ann Petley-Jones
 Honorary Secretary
Mrs. Patricia Roscoe
Mr. Byron G. Sarson
Miss Barbara Walker
 Vice-Chairperson
Mrs. Carol D. Young

The Chairperson introduced and welcomed Dr. Koesnadi Hardjasoemantri, and Mr. Neil McKelvey, both of whom are Associate Members of the Board.

Also present were: Mr. George C. Piercey (immediate past Chairperson of the Board of Governors); Dr. Deborah Hobson (Vice-President, Academic and Research); Mr. Bryan G. Mason (Vice-President, Finance and Administration); Mr. Eric A. McKee (Vice-President, Student Services); Mr. Henry E. Eberhardt (Vice-President, Student Services); Professor Jennifer Bankier (President, Dalhousie Faculty Association); Mr. Brian C. Crocker (University Secretary and Legal Counsel); Ms. Julia Eastman (Coordinator of Policy Development); Mr. Brian D. Christie (Executive Director, Office of Institutional Affairs); Mr. Alan Barkhouse (University Auditor); Mr. Ian Nason (Director, Financial Services); Ms. Marilyn MacDonald (Director, Public Relations); Mrs. Charlotte Sutherland (Director, Development Office); Mr. Stan Dalrymple (Manager, Budgets and Financial Analysis); Ms. Mary Somers (Editor, "Dal News") and Ms. Joann Griffin (Secretary).

Regrets were received from Mr. Peter Bryson, Mrs. Charlotte Cochran, Dr. Margaret Hansell, Dr. Sharon Oliver and Mrs. Josie Richard.

The Chairperson called the meeting to order at 4:10 p.m.

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Mr. Shaw noted that he had received a letter earlier in the month from our Chancellor, Dr. Reuben Cohen requesting that Mr. Shaw convey Dr. Cohen's sincere thanks to the members of the Board of Governors for their collective input during his years as Chancellor and assure the Board of his continued interest in the success and welfare of Dalhousie University. Mr. Shaw then requested, and it is duly noted, that these Minutes do hereby record our gratitude and indebtedness to Dr. Reuben Cohen for all that he has contributed as Chancellor of Dalhousie University.

Approval of Agenda

Board Members agreed to approve the agenda as distributed along with the addition of a motion regarding the appointment of student representatives to the Board under Nominating Committee Recommendations, and the addition of a brief **In-Camera** item to receive Dr. Clark's recommendation with respect to the appointment of a Dean for Henson College of Public Affairs and Continuing Education. Dr. Hare then requested, and it was agreed, that Board Members would be given an opportunity to comment on the Dalhousie University Report to the University Community on the Presidential Search Process dated June 2, 1994 as the first item to be considered under Items for Discussion.

Minutes of Board Meeting of May 17, 1994

Mrs. Petley-Jones moved and Miss Walker seconded a motion that the Minutes of the May 17, 1994 meeting of the Board of Governors be approved as circulated. The motion carried.

President's Report

A copy of the President's Report, which was distributed at the meeting, is attached to these Minutes. In addition to the items referred to in that Report, Dr. Clark noted that he wrote to Dr. Janet Halliwell at the Nova Scotia Council on Higher Education last week to express serious concerns about the Draft Computer Science Report. He commented that the Report is badly written, is not logical, and the section about Dalhousie University is misleading and not an accurate reflection of Dalhousie's presence in computer science. He noted that he has requested that, before the Report is released, the section about Dalhousie be completely rewritten. He observed that, to date, he has not received a response to his letter to Dr. Halliwell.

He noted that Bill C67 which could, in its present form, have the effect of defining universities as departments of government was now being held until there has been consultation with universities.

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He commented that on June 20, 1994 there had been a very good meeting with Mr. Cedric Ritchie, Mr. Donald Sobey, Sir Graham Day, Mr. Allan Shaw and members of the staff involved with the Capital Campaign and he was pleased to note that we are now moving ahead well and he noted that the Board can expect to hear more about the Capital Campaign in the fall.

Mr. Shaw then observed that it had been a very important meeting at the conclusion of which everyone felt we were advancing towards a successful campaign.

Tribute to retiring Board Members

Mr. Shaw noted that he wished to take a few moments for everyone to recognize and express our gratitude to seventeen Board Members who would be leaving the Board at the end of June. He recalled that four student representatives - Mr. Dov Bercovici, Mr. Lewis Jacobson, Mr. Jefferson Rappell and Ms. Tina Sweeney - had completed their term on the Board at the end of April. He noted that the group of seventeen is comprised of four Governor in Council appointees to the Board - Mr. Aubrey Browne, The Hon. T. Alex Hickman, Mr. Donald Kerr, and Dr. Carmen Moir; four Alumni representatives - Ms. Carolyn Johnson, Mrs. Cynthia Robertson, Mr. Byron Sarson and Mr. Robert Zed; two Senate representatives - Dr. Margaret Hansell and Dr. Norman Pereira; two representatives from Mount Saint Vincent University - Mrs. Charlotte Cochran and Dr. Sharon Oliver; two representatives from the University of King's College - Mr. Robin Calder and Mr. Brian Flemming; one representative from the United Church of Canada - Mr. Dan Campbell; the Mayor of the City of Halifax, Mayor Moira Ducharme; and one student, Mr. Thomas McPhee. He observed that this group represented at least forty-four years of service since the late eighties to the Board of Governors and to Dalhousie University and that it is all service that is volunteered, and more often than not volunteered far in excess of what we might reasonably expect of a Board Member. He noted the extent of the involvement of today's retiring Board Members in virtually every Standing Committee of the Board and numerous other committees requiring Board representation.

He acknowledged that some of the retirements that were occurring now were a direct result of the Board's decision to downsize and, in our endorsing the rationale for having a smaller Board, we would be losing many loyal and valued Board Members.

Mr. Shaw and Dr. Clark then, on behalf of the Board, extended the warmest of wishes, and presented each of the retiring Board Members who were in attendance with a copy of "Dalhousie University - A Time to Remember" as a small gesture of our thanks for all that they had contributed to Dalhousie University.

Items for decision

Financial Report

Mr. Shaw noted that the Financial Report for 1993-94 Fiscal Year and the Operating Budget for 1994-95 had been distributed prior to the meeting and he then called upon Mr. Mason to comment on the Report. Mr. Mason first briefly reviewed that portion of the Report which dealt with the 1993-94 Fiscal Year during which he noted the surplus as a positive development resulting largely from very slightly higher tuition fee revenue, lower than budgeted costs of compensation and the pay equity process, and unspent contingency funds. He noted significant progress in reducing the unfunded capital debt which at the end of fiscal 1993-94 stood at \$16,600,000 down from \$19,300,000 at the beginning of the year. He observed that gross operating revenues have grown from \$124.8 million in 1989-90 to \$147.7 million in 1993-94 with a surplus in each year; and he observed that Dalhousie's Endowment Funds are an extremely important University asset. He concluded his remarks by noting that while the 1993-94 Fiscal Year results are encouraging, they have very real costs with students paying higher tuition fees and employee numbers continuing to be diminished resulting in increasing workloads and stress. He also acknowledged the importance of the current agreement with all employee groups which has enabled the University to reduce its contribution to the Pension Fund by \$2,003,000 and use these funds to retire capital debt.

Mr. Cowan then moved and Mr. Crawford seconded a motion THAT the Board of Governors rescind the motion approved on January 19, 1994 which was to appropriate the 1993-94 operating surplus for use by the University in responding to the major budgetary shortfall which had been identified for 1994-95 and beyond, and THAT the 1993-94 Operating Surplus of \$1,554,000 be applied to reduce the accumulated operating deficit from \$7,167,000 to \$5,613,000. The motion carried.

Audited Financial Statement for year ended March 31, 1994

Mr. Shaw noted that the Audited Financial Statement for the year ended March 31, 1994 had been distributed prior to the meeting. Mrs. Petley-Jones commented that the Auditors' Report on the financial statement for the year ended March 31, 1994 expresses an unqualified opinion and that total assets increased by \$6.5 million.

Mrs. Petley-Jones moved and Mr. Cowan seconded a motion THAT, on the recommendation of the Audit Committee, the Board of Governors approve the audited financial statements of the University for the year ended March 31, 1994. The motion carried.

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Appointment of Auditors for 1994-95 Fiscal Year

Mrs. Petley-Jones moved and Dr. Flemming seconded a motion THAT Peat Marwick Thorne be reappointed as auditors of the University for the 1994-95 year.

1994-95 Operating Budget

Mr. Mason observed that the 1994-95 Operating Budget is consistent with the recommendations contained in the Fourth Report of the Budget Advisory Committee. He noted that at public meetings held in January and February by the Budget Advisory Committee a large majority of the participants indicated that paying down the debt had to be a priority. He noted that details of the 1994-95 Operating Budget had been presented in text and numerical form prior to the meeting. He stressed the need to be mindful of the impact budgets have had on morale, and while he noted there will always be uncertainties he indicated that the budget being presented was a sound one and he would be pleased to respond to any questions.

There being no questions, Mr. Cowan moved and Mr. Crawford seconded a motion THAT the Board of Governors approve a 1994-95 Operating Budget with revenues of \$118,250,000 and expenditures of \$118,124,000 resulting in a budget surplus of \$126,000. The motion carried.

Nominating Committee Recommendations

- a) **Standing Committee Memberships**
- b) **Appointment of Alumni Association Representatives**
- c) **Appointment of Governor in Council Representatives**
- d) **Appointment of Student Representatives**

Mr. Shaw called upon Mr. George C. Piercey, Chair of the Nominating Committee to report. Mr. Piercey noted that the Nominating Committee's recommendations for membership on Standing Committees, and other committees requiring Board representation had been distributed at the meeting. He observed that the list was tentative and was being presented today on the understanding it would be finalized in September. He encouraged all Board Members to carefully review the committee membership recommendations and to convey any questions or concerns to the Secretary to the Board. He noted that the Nominating Committee wished to present recommendations for the appointment of two Alumni Association representatives to the Board and for the appointment of two Governor in Council representatives. With respect to Student representation on the Board he recalled that at the April meeting of the Board of Governors the appointment of four new student representatives to the Board were approved effective from May 1 to June 30, 1994 on the understanding that number would be reduced to three representatives effective July 1, 1994. He commented that it had been a difficult decision for the students to consider and while the

Nominating Committee would be recommending the appointment of only three student representatives as a result of the approved recommendations for downsizing the Board, it was also to be recommended that an official alternative student representative at Board meetings in the absence of any of the three representatives be approved during the term of their appointments.

Mr. Piercey then noted with considerable regret that Ms. Sandra Gwyn, an Associate Member of the Board, has resigned because she feels it is unlikely that she can manage to attend meetings. He noted that Ms. Gwyn had requested that her good wishes for Dalhousie's future be conveyed to the Board of Governors. He then concluded his report by expressing thanks to all who had been involved with the downsizing of the Board of Governors for their support and cooperation as we achieved a substantial reduction from a fifty-four to a thirty-two member Board.

Miss Walker moved and Miss Macdonald seconded the following motion:

THAT, on the recommendation of the Nominating Committee, the Board of Governors approve the tentative Standing and Other Committee Memberships as presented on the understanding that the list will be finalized at the September Board of Governors meeting.

THAT, on the recommendation of the Alumni Association, the Board of Governors appoint Mr. Douglas Reid for a one year term and Ms. Margaret Langey for a three year term as Alumni representatives to the Board of Governors effective July 1, 1994.

THAT, on the recommendation of the Nominating Committee, the Board of Governors approve the Governor in Council appointment of Mr. James S. Cowan and Mrs. Ann Petley-Jones each for a term of three years effective July 1, 1994.

THAT, on the recommendation of the Nominating Committee, the Board of Governors approve the appointment of Mr. James Connor, Ms. Lisa Lachance and Mr. Rod MacLeod to represent the students of Dalhousie University on the Board of Governors from July 1, 1994 to April 30, 1995 and that Mr. Thomas McPhee be appointed an official alternate representative at Board meetings in the absence of any of the above representatives for this same period of time. The motion carried.

Appointment of Ombud and Assistant Ombud

Mr. McKee observed that the appointment of the Ombud and Assistant Ombud for 1994-95 had received the approval of Senate. Miss Walker moved and Dr. Dunn seconded a motion THAT the appointment of Ms. Judy Fowler as Ombud and Ms. Andrea Leask as Assistant Ombud for the period May 1, 1994 to April 30, 1995 be approved. The motion carried.

Proposed Dalhousie University School of Business Trust Fund

Dr. Clark noted that a proposed agreement for the establishment of the Dalhousie University School of Business Trust Fund had been pre-circulated. He observed that the proposed

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School of Business Trust Fund has been in the planning stages for some time now and he briefly provided historical information leading up to the proposal which he noted both the Officers of the Board and the School of Business Advisory Board are comfortable with.

He noted the proposal would establish a trust fund designated for the Business School but within the University endowment with the funds being managed through the Investment Committee. He explained that the agreement states that the trust fund "shall be coordinated in a full spirit of cooperation with the University's Development Office" and the agreement contains satisfactory provisions regarding expenditures.

Mr. Fountain noted that the Development Committee was comfortable with the final draft that was presented and commented that the School of Business Trust Fund should be a useful added vehicle for fundraising.

Mr. Crawford sought clarification and was informed that the Investment Committee would be the trustees of the dollars and co-mingling of funds could occur if the Investment Committee so recommended.

Dr. Clark moved and Mrs. Petley-Jones seconded a motion THAT the Board of Governors approve the establishment of the Dalhousie University School of Business Trust Fund on the terms as approved by the Officers of the Board. The motion carried.

Items for Discussion

Report to the University Community on the Presidential Search Process

Dr. Hare commented that the principle of openness is sufficiently important that the wishes of any particular candidate should not override that, and he expressed the view that the university community should know who is being considered for the presidency and be able to meet with the candidates.

Mr. Shaw noted that the Senate had passed a motion "that the Senate regrets the decision of the Presidential Search Committee not to have candidates on the short list meet with members of the campus community, and urges the Presidential Search Committee to reconsider its position, particularly in the light of Senate's discussions of this matter." He explained that once the Presidential Search Committee received the minutes from that particular Senate meeting and therefore had the benefit of some appreciation of the flavour of the discussion that occurred, the Committee when then discuss the matter.

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Mr. Kerr indicated his support for the decision of the Presidential Search Committee and suggested that it would be a deterrent to getting the best person to come forward if the search was to be a public one.

Dr. Moir commented that, while he felt some sympathy for the concerns expressed by Dr. Hare, he supported the report and decision of the Committee but would encourage the committee to accommodate Dr. Hare's concerns if possible.

Rationalization Update

Mr. Shaw observed that since the Board would not meet again until September, as a starting-point it would be desirable to have Board Members leave this meeting with an understanding of Dalhousie's position on rationalization; and he hoped that the question and answer information sheet that was distributed to all Board Members at the meeting would be helpful to them. He commented that all of us who care about the future of Dalhousie and the future of higher education in Nova Scotia have cause for considerable concern. On a lighter vein, before calling upon Dr. Clark to provide an update on rationalization, he distributed a "spoof" put together by people at "Dal News" after a week of struggling and much frustration over trying to make sense of rationalization.

Dr. Clark acknowledged that there have been many questions about what Dalhousie's position is on rationalization and he noted that if one first asks what are the objectives of rationalization, it will be quickly realized that they have never been clearly stated by anyone and that there is a great deal of inconsistency with what has been said. He then noted that the apparent objectives of rationalization are to improve the quality and effectiveness of the system for higher education in Nova Scotia and to save money. He observed that a consolidation of Universities in Halifax, perhaps with the Nova Scotia College of Agriculture as well, could achieve both of the above objectives. He acknowledged that this would be a radical change but nonetheless it would create a truly comprehensive new university with sufficient size, quality, breadth and visibility to compete head-on with the largest and best universities in Canada and elsewhere.

He indicated that Dalhousie is prepared to be part of a truly comprehensive new university and suggested that each institution would bring strengths to such an institution; but the question is whether or not it is possible to achieve such a consolidation. If not, he stressed that Nova Scotia must continue to have a major national presence through Dalhousie University to ensure access to high quality graduate and professional education and research.

He concluded his remarks by noting that in the absence of a sound plan for consolidation, Dalhousie would not agree to piecemeal dismemberment. He suggested that it has become increasingly evident that there is no clear plan that has been made public; that we do not know when the Green Paper will be made public or how it will be revised; or if there will

be a White Paper that is official government policy.

Mr. Almon asked if it could be that we will ultimately have no choice but to agree to piecemeal dismemberment in the absence of a plan. Using the School of Education as an example, Dr. Clark noted that there is no indication that we would, through Senate, voluntarily agree to terminate programs in the School of Education which leaves the possibility of government saying they would not certify graduates of a Bachelor of Education program at Dalhousie which he thinks it would be very difficult for the government to do. Another option he noted would be for government to reduce their funding to Dalhousie which is a possibility we are very concerned about; or government could override, through legislation, anything that stands in the way of removing Dalhousie's Bachelor of Education program.

Mr. Almon observed that we seem to be engaged in a losing battle with us against the government. Dr. Clark suggested that it was us against the Nova Scotia Council of Higher Education who had devised a "process" before the current government came into power. Dr. Clark then reviewed the composition of the Council noting that it was not government dominated.

Miss Macdonald inquired about what would happen with our endowment funds in the event of a new university being formed of which we were a part. Dr. Clark stated that it was not clear at this point what would happen, but he stressed that in any event there is absolutely no evidence that the Council or the Government is prepared to move in the direction of consolidation.

Dr. Hare questioned whether our agreement to serve on the Transition Committees for Education was an indication of support for Dalhousie getting out of Education. Dr. Clark explained that there are two transition committees one of which is dealing with personnel and financial issues and the other with the design of a new two-year Bachelor of Education program. He noted that the major reason for being involved was to ensure that a proper model for the transfer of faculty members be developed and to ensure that faculty who may ultimately be at Acadia or Mount Saint Vincent be allowed to participate in the design of the program.

Mr. McKelvey observed that very little progress seems to have been made with respect to rationalization over the past year and he questioned whether we should be working more with the Council of Nova Scotia University Presidents. Dr. Clark observed that regretfully CONSUP has no history of dealing effectively with such issues.

"Putting People First" - Final Report to the President from the Committee on Employee Morale

Mr. Shaw recalled that all Board Members received "Putting People First", the final report to the President from the Committee on Employee Morale, in April. He noted that Dr. Clark had received comments from the Staff Relations Committee on the Report which had been distributed at today's meeting, and that he now needed to develop his response to the report. Dr. Clark then noted that prior to developing his response, he wanted to receive advice from Board Members and he encouraged any interested Board Member to contact him to convey their comments and suggestions.

Items for Information

Annual Reports of Standing and Other Committees


Mr. Shaw noted that the Annual Reports of Standing and Other Committees had been pre-circulated. Dr. Flemming moved and Judge Matheson seconded a motion THAT the Board of Governors approve the Annual Reports of Standing and Other Committees as circulated. The motion carried.

Progress Report : Senate Reform

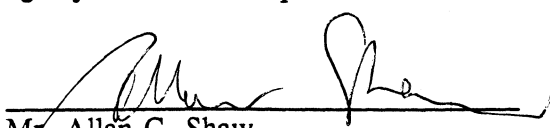
Dr. Dunn noted that a Report on Senate Reform has been distributed to all members of Senate which Report will be discussed at a meeting of Senate on June 24. He noted that he hoped to have a vote on the Report early in the fall and then begin implementation.

Adjournment

At this point Mr. Shaw thanked all Board Members for their contribution during the past year and wished everyone a pleasant and restful summer. He then requested that Board Members only remain for a brief **In-Camera** session to receive Dr. Clark's recommendation with respect to the appointment of a Dean for Henson College of Public Affairs and Continuing Education. Prior to departing, Professor Bankier, who has observer status at Board meetings, noted her objection to not being permitted to remain for the **In-Camera** session. For the information of Board Members, these Minutes note that during the **In-Camera** session, the Board of Governors approved the appointment of Professor Mary Morrissey as Dean of Henson College. The meeting adjourned at 5:40 p.m.



Mrs. Ann Petley-Jones
Honorary Secretary



Mr. Allan C. Shaw
Chairperson