

Item: Board of Governors Minutes, June 2005  
Call Number: UA-1

Additional Notes:

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BOARD OF GOVERNORS ANNUAL MEETING  
Dalhousie University  
June 21, 2005

MINUTES

Members Present: Jamie Baillie, Elizabeth Beale, Bill Black, Robert Chisholm, Lorne Clarke, Murray Coolican, James Cowan, Ezra Edelstein, Mo El-Hawary, Kevin Grundy, Lynn Irving, Daurene Lewis, Cate MacNutt, Brenda McCarthy, Sunny Marche, Curtis McGrath, Robert Radchuck, Suzanne Rosson, Michael Shepherd, Alasdair Sinclair, Bruce Towler, Tom Traves and Bonnie Van Buskirk.

Associate Board Members: Derek Brown, Cynthia Davis, Alex Hickman, Douglas MacKay, Brenda McCarthy, James Palmer.

Non-Members: Carl Breckenridge, Bryan Mason, Sam Scully, Karen Crombie, Mary Ann Daye, Asa Kachan, Ian Nason, Michael Roughneen, Kim Thomson, Jim Vibert, and Susan Zinck.

Regrets: Alison Archibald, Sonja Bata, Allan Blakeney, Peter Chow, David Craig, Dale Dauphinee, Jay Forbes, Dale Godsoe, Peter Godsoe, Richard Goldbloom, Don Mills, Donald Oliver, William Rand, Jim Spatz

1. Approval of Agenda

The agenda was approved as circulated.

2. Approval of Minutes for the April 19, 2005 Board Meeting

The Minutes were approved as circulated.

3. Report of the Chair

Chair James Cowan presented this year's 2005 Environmental Health and Safety Award to Personnel Services and University Health Services in recognition for their joint efforts to promote flu shots on campus.

Chair James Cowan noted that a governance workshop with Maureen Reid of Boardworks was held prior to today's Board meeting. Relevant ideas and comments related to this issue are welcome and should be forwarded directly to him. There will be further meetings and discussion on this issue following the summer break.

4. Report of the President

President Tom Traves gave a Strategic Focus Statistical Report emphasizing that the University's fundamental objective is to sustain academic excellence. The following eight points integral to achieving this objective were expanded upon in his presentation (enclosed): enrolments, research funding, reputation/public perception, student assistance, campus renewal, labour market competitiveness, philanthropy and balanced budgets.

5. DSU President's Report

Ezra Edelstein summarized the plans for this year's Annual Shinerama Fundraising Campaign and Frosh Week activities. He introduced two new services: Student Legal Service and a volunteer database for students who are seeking volunteer opportunities in the community. He mentioned the activities of ANSSA (Alliance of Nova Scotia Student Organization) and CASA (Canadian Alliance of Student Associations). He concluded by

saying that the Executive are looking forward to building on the work already done and improving relations with the surrounding Dalhousie community.

#### 6. Enrolment and Residence Update

Sam Scully, Vice-President Academic and Provost reported on enrolment and residence issues. He summarized the enrolment forecasts for this Fall and the student intake for all residences. He advised that a new enrolment plan will be shaped where the demographic of Dalhousie will be unique in Canada.

#### 7. External Relations Report

Mary Ann Daye in Vice-President's Dale Godsoe's absence reported that fundraising efforts for 2004-05 totaled \$15M in cash and pledges. Planned Giving was particularly strong with forty-seven estate gifts totaling \$3M. She also reported on the Dal MasterMinds program, Atlantic Jazz Festival participation and the Kenneth C. Rowe Management Building campaign. Future efforts will focus on preparing for the new medical facility campaign with a goal of \$34M in partnership with the Capital Health District and the IWK.

#### 8. Financial Matters

The 2005 Annual Financial Report and the Audited Financial Statement for year ending March 31, 2005 and the 2005-06 University Budget were presented. After a short question and answer period the Board was asked to vote on the following motions.

It was moved by Cate MacNutt and seconded by Jamie Baillie:

**THAT on the recommendation of the Operations Committee, the Board of Governors approve the 2005-06 Operating Budget with revenues and expenditures of \$229,027,000.**

Motion carried.

It was moved by Daurene Lewis and seconded by Mo El-Hawary:

**THAT on the recommendation of the Audit Committee, the Board of Governors approve the Audited Financial Statement of the University for the year ended March 31, 2005.**

Motion carried.

It was moved by Daurene Lewis and seconded by Bob Radchuck:

**THAT on the recommendation of the Audit Committee, the Board of Governors approve the reappointment of KPMG Chartered Accountants as auditors of the University for the 2005-06 year.**

Motion carried.

#### 9. Nominating Committee Report

Chair James Cowan presented the report of the Nominating Committee. He emphasized the importance of Board appointments and gave a brief overview on the background and experience of those nominated to serve on the Board. After a brief discussion the Board was asked to vote on the following motions on the recommendation of the Nominating Committee.

It was moved by Tom Traves and seconded by Sunny March:

**THAT the Board of Governors approve the recommendation by the Alumni Association for the appointment of Mr. Chris Smith, President of the Dalhousie Alumni Association, for a two-year term to the Dalhousie University Board of Governors effective July 1, 2005**

Motion carried.

**THAT the Board of Governors approve the recommendation by the Alumni Association for the re-appointment of Mr. David Craig, Past-President of the Dalhousie Alumni Association, for a one-year term to the Dalhousie University Board of Governors effective July 1, 2005.**

Motion carried.

**THAT the Board of Governors approve the recommendation by the Alumni Association for the appointment of Ms Ava Czapalay, for a two-year term to the Dalhousie University Board of Governors effective July 1, 2005.**

Motion carried.

It was moved by Tom Traves and seconded by Bill Black:

**THAT the Board of Governors approve the reappointment for a three-year term effective July 1, 2005 of the following members of the Board: Lorne Clarke, Cate MacNutt, Don Mills and Robert Radchuck.**

Motion carried.

**THAT the Board of Governors approve the following membership of the Board Steering Committee:**

**Jim Cowan, Chair  
Cate MacNutt, Vice-Chair  
Don Mills, Honorary Secretary  
Bruce Towler, Honorary Treasurer  
Bill Black  
Jim Spatz  
Tom Traves**

Motion carried.

**THAT the Board of Governors approve the nomination of Bruce Towler to serve as Chair of the Audit Committee and that all other Committee appointments remain in place until the completion of the governance review now underway.**

Motion carried.

It was moved by Mo El-Hawary and seconded by Sunny Marche:

**THAT the Board of Governors approve the recommendation of Senate to appoint Professor Richard L. Evans to serve on the Board of Governors as Senate representative for a three-year term commencing June 2005.**

Motion carried.

10. Liability Protection – By-Law Amendment

It was moved by Tom Traves and seconded by Bruce Towler:

**THAT the Board of Governors of Dalhousie University By-Law 16.1.1 regarding Indemnification be amended as follows:**

**Every member, every Administrative Officer, and every person appointed to a Committee of the Board and his or her heirs, executors and administrators and other legal personal representatives shall, from time to time, and at all times, be indemnified and saved harmless from and against all costs, charges and expenses whatsoever which such Member or Officer or such person sustains or incurs in or about any action, suit or proceeding which is brought, commenced or prosecuted against him or her, for or in respect of any act, deed, matter or things whatsoever made, done or permitted by him or her in or about the lawful execution of the duties of his or her office or of the Committee to which such persons are appointed.**

Motion carried.

11. University Appointment to the Board of the Halifax Student Housing Society

It was moved by Jamie Baillie and seconded by Bruce Towler:

**THAT the Board of Governors approve the appointment of Ms. Mary Jane Adams to replace Ms. Melissa Ferguson as one of the Board's three representatives on the Board of Directors of the Halifax Student Housing Society, which operates Peter Green Hall.**

Motion carried.

12. Appointment of Student Ombudsperson

On the recommendation of the Ombudsperson Advisory Committee, it was moved by Tom Traves and seconded by Ezra Edelstein:

**THAT the Board of Governors approve the recommendation of the appointment of Mr. Charles Gouthro as Ombudsperson for a one-year term effective July 1, 2005.**

Motion carried.

**THAT the Board of Governors approve the recommendation of the re-appointment of Ms. Ada Maxwell as Assistant Ombudsperson for a one-year term effective July 1, 2005.**

Motion carried.

13. Annual Reports of Standing Committees

The annual reports from the Standing Committees were presented. Except for the Student Relations and Residence Committee report, a hard copy of each report is available in the June briefing package located in the Secretary's office.

Academic Affairs – Alasdair Sinclair

Audit – Margaret Sterns

Investment – Robert Radchuck

Operations – Cathy MacNutt

Staff Relations – Lorne Clarke

Student Relations and Residence Committee – Sue Rosson (no hard copy available)

In camera

At this point the Board of Governors began considering decanal appointments (Item 14) and a discussion on the Vice-President Academic and Provost Search (Item 15).

There being no further business the meeting adjourned.

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Jim Cowan, Chair

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Don Mills, Hon. Secretary

The meetings of the Board of Governors are recorded and the tapes are available to review in the office of the Secretary.

In Camera

14. Decanal Appointments

The following motions were presented to the Board of Governors for consideration.

It was moved by Tom Traves and seconded by Mo El-Hawary:

**THAT the Board of Governors approve the appointment of Dr. Lewis Joshua Leon as Dean of the Faculty of Engineering for a five-year term commencing August 1, 2005 to June 30, 2010.**

Motion carried.

15. Vice-President Academic & Provost Search

President Traves advised that Laverne Smith from Laverne Smith & Associates Inc. has been appointed as consultant in the search for a new Vice-President Academic and Provost. An extensive search will commence shortly and the committee will work within the policy and procedures set out in the Senior Administrative Appointments guidelines. The Committee hopes to name a new Vice-President by the end of February 2006.

President Traves also announced the retirements of Dale Godsoe, Vice-President External in early Spring 2006, and Bryan Mason, Vice-President Finance and Administration in 2007.