

Item: Board of Governors Minutes, June 1991
Call Number: Board of Governors Fonds UA-1, 57.10

Additional Notes:

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**BOARD OF GOVERNORS
DALHOUSIE UNIVERSITY**

AGENDA

Tuesday, June 25, 1991 - 4:00 p.m.
Board and Senate Room

1. Approval of Minutes of Board Meeting of May 27, 1991 (enclosed)
2. Approval of Agenda
3. Board Matters
 - (a) Report of Nominating Committee
 - Board Membership
 - Appointment of Honorary Secretary and Honorary Treasurer
 - Board Committee Membership for 1991-92 (enclosed)
4. Academic Matters
 - (a) Proposal for Combined MLIS/LLB Programme (enclosed)
5. Reports of Standing Committees
 - (a) Audit Committee (Mrs. Fraser)
 - Audited Financial Statements for 1990-91 (enclosed)
 - Appointment of Auditors for 1991-92
 - (b) Buildings and Grounds Committee (Mr. Newman)
 - (c) Finance and Budget Committee (Mr. Doane)
 - 1991-92 Operating Budget
 - (d) Investment Committee (Mr. Newman)
 - Indemnification of non Board committee members (enclosed)
6. Annual Reports (enclosed)
 - (a) Audit Committee
 - (b) Buildings and Grounds committee
 - (c) Development Committee
 - (d) Finance and Budget Committee
 - (e) Investment Committee
 - (f) Nominating Committee
 - (g) Staff Relations Committee
 - (h) Student Relations Committee
 - (i) Pension Advisory Committee
 - (j) Pension Trust Fund
 - (k) Retirees' Trust Fund
7. President's Report
8. Other Business

Proposal for combined MLIS/LLB programme

The proposal for an MLIS/LLB joint programme is modelled on the MBA/LLB and MPA/LLB joint programmes already in existence. The School of Library and Information Studies is thus the third School within the Faculty of Management which would offer a joint programme with the Faculty of Law.

Like the programmes already existing between the Faculty of Law and the Schools of Business Administration and Public Administration respectively, the joint programme proposed is not a new programme. It involves no new courses, and no additional faculty or staff. It would rely entirely upon the existing Law Library collection, and the Library Science collection in the Killam Library. Thus no new resources are required of any kind. The proposed joint programme, in other words, is simply a careful combination of two already existing degree programmes, so that persons in either Law or Librarianship who find it necessary to hold both degrees can obtain them in less time than it would take to obtain each of them separately.

June 25, 1991

MOTION FOR BOARD OF GOVERNORS

That every Investment Committee Member appointed by the Board of Governors who is not a Member of the Board of Governors or Administrative Officer, 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 out of the funds or other assets of the University from and against all costs, charges and expenses whatsoever which such Investment Committee Member 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 thing whatsoever made, done or permitted by him or her in or about the lawful execution of the duties of his or her membership on the Investment Committee.

Academic
Matters

Combined MLIS/LLB Programme

Dr. Stairs explained the proposal (pre circulated) to combine the MLIS and LLB degrees would allow students to take both programmes simultaneously and acquire both credentials in four years as opposed to five. No additional costs would be involved. It was moved by Dr. Lane, and seconded by Mrs. Weld:

That, on the recommendation of Senate, the Board of Governors approve the proposal to offer an integrated programme leading to the degrees of Master of Library and Information Studies and Bachelor of Law, on the understanding that the programme will not require additional resources. CARRIED

Naming of Chair in Black Canadian Studies

A \$400,000 grant was recently received from the Department of Multiculturalism and the University is presently initiating a fund-raising campaign to establish the Chair in Black Canadian Studies (approved by Board in May). It had been suggested that the Chair might be appropriately named after the first member of the Black Nova Scotia community to graduate from the Dalhousie Law School, James Robinson Johnston, who had had a distinguished, but short-lived, legal career. Mr. Eberhardt provided some information on the national fund-raising campaign chaired by Mr. Carlton Masters which was being organized to raise \$2.1 million, and he asked that the name of the Chair, if approved, not be made public until mid August. It was moved and seconded (Weld/Zwicker)

That the Board of Governors approve naming the Chair in Black Canadian Studies: The James Robinson Johnston Chair in Black Canadian Studies. CARRIED

Appointment of Ombud and Assistant Ombud

At the request of the Chair, Dr. Lane presented a motion (seconded by Dr. Curry)

That, on the recommendation of Senate, Ms. Elizabeth Butt and Mr. Brian Beck be appointed Ombud and Assistant Ombud respectively for 1991-92. CARRIED

Reports of
Standing
Committees

Audit Committee

Mrs. Linda Fraser presented this report on behalf of Mr. Shaw who was unable to be present. She told the Board that the audited financial statements for the year ended March 31, 1991 (pre-circulated) reflected a positive situation in the University's finances, and that the auditors had given the University a clean statement. Referring to a brief report accompanying the statements, Mrs. Fraser noted that the operating results for 1990-91 show a surplus of \$295,000 reducing the accumulated operating deficit to \$7.8 million. As a result, the MPHEC Deficit Reduction policy applicable to Dalhousie for many years would not be in effect for 1991-92. After a brief discussion on how MPHEC's

deficit reduction policy had applied in past years, Mr. Alan Barkhouse of the University's auditing firm was asked to explain the meaning of "clean statement". On behalf of the Audit Committee, Mrs. Fraser moved (seconded by Mrs. Macdonald):

- (i) **That the Board of Governors approve the audited financial statements of the University for the year ended March 31, 1991;** **CARRIED**

Mrs. Fraser then presented a second motion (seconded by Mr. Zed):

- (ii) **That the Board of Governors approve the reappointment of Peat Marwick Thorne as auditors of the University for the 1991-92 year.** **CARRIED**

Mrs. Fraser informed the Board that the Auditors have agreed to hold fees as previously set for another year.

Buildings and Grounds Committee

Referring to a report distributed at the meeting, Mr. Newman said that the Chemistry and OPEN projects were proceeding well; that Studley Field was in the process of being resurfaced; that the Campus Plan was almost completed and would be presented to the University community in the fall; and expressed the Committee's appreciation to Dr. Judith Ritchie for her service to the Committee. Mr. Newman informed the Board that the Ministers of the three Maritime Provinces had agreed to contribute \$8 million to upgrade the Tupper Building on the following basis: N.S.-\$4m; N.B.-\$2.8m; PEI-\$.5m. The University was expected to contribute \$2m towards the project.

Mr. Newman drew Members' attention to a schedule distributed at the meeting (Appendix B) concerning the proposed allocation of funds for Alterations and Renovations in 1991-92. He moved (seconded by Mr. Kerr)

That, on the recommendation of the Buildings and Grounds Committee, the Board of Governors approve the allocation of the proposed Alterations and Renovations Funds as presented.

Mr. Lord, Director of Physical Plant and Planning, responded to a query by Mrs. Weld about plans to restrict use of Studley Field by saying the field should only be used about six hours per week in order not to destroy its surface, and discussions were under way with the Director of Athletics and Recreation Services to see if some games could be played elsewhere. In response to Dr. Curry's request for an update on the Macdonald Building project, Mr. Lord indicated that work would resume shortly and the schedule for completion of this project would be met.

The question having been called, the motion **CARRIED**.

Finance and Budget Committee

Mr. Doane introduced the Committee's report on the 1991-92 recommended operating budget (Appendix C). The Committee had met several times and at its last meeting had reviewed the government's allocation of funds to the University and government's wage freeze legislation. For 1991-92 the University's grant will be .6% plus some targeted funding which is budgeted to be at least \$400,000 of the \$1.5 million available to all universities. As a result of a number of factors (including the wage freeze and government grants) the Committee found there would probably be a budget surplus in the order of \$600,000. The Committee therefore proposes to establish a balanced operating budget for 1991-92 by allocating \$200,000 for equipment and library acquisitions as well as renovations, by adding a budget line of \$100,000 towards retirement of the unfunded capital debt, and by not transferring a one-time source of \$300,000 in endowment income to the operating budget as originally planned in order to keep these funds available for future years. Mr. Doane then commented on a few items of interest under the Revenue column in the proposed budget, namely the additional \$100,000 in Investment income and the increase in tuition revenue, and noted there was a slight reduction in the Ancillary deficit. Mr. Doane concluded by saying that the Finance and Budget Committee was proposing a balanced budget for 1991-92 to the Board.

During the ensuing discussion Mr. Mason responded to Dr. Ritchie's question about the \$100,000 designated for debt retirement by saying this had no connection with the pension surplus plan but complied in part with the Financial Strategy Committee's recommendation to apply \$250,000 towards debt retirement. In answer to a query by Mr. Pottier, Mr. Mason explained the reasons for the variance between the 1990-91 audited financial statements and the proposed budget for 1991-92 in the Investment revenue figures.

Dr. Vinci observed that the University had incurred an obligation when it signed contracts with employee groups during the past two years, and said he felt the University had a moral obligation to meet those contracts. He indicated he was unhappy with using some of the budget surplus for debt retirement. He noted that legislation did permit some employee groups to receive a 5% cost of living increase and he suggested the University should assist staff members who were not in that group by accelerating pay equity. He also suggested the University should provide some assistance to faculty, possibly by filling some replacement appointments on a short-term basis. He concluded by saying he thought it was possible for the University to do something in this direction.

Mr. Mason commented that the Finance and Budget Committee had discussed pay equity; however, this was only allowed to be paid out in accordance with legislation governing pay equity and cannot be implemented in 1991-92. The University is trying to identify a system for pay equity, which is to be implemented at Dalhousie in the fall 1992. At that time the University anticipates there will

be a large bill which will have to be paid over the next three to four years. At the Chair's request Mr. Mason explained how government's wage freeze legislation would affect various employee groups on campus, and he noted that further inequities would be built into the system as a result of this legislation.

Questions raised by Mr. Hill about the Scholarships and Bursaries budget line, and by Dr. Lane about the large increase in Administration costs in the proposed budget were responded to by Mr. Ian Nason, Acting Director of Finance, and Mr. Mason.

At the request of the Chair, Mr. Doane presented the following motion, seconded by Mr. Lynch:

That, on the recommendation of the Finance and Budget Committee, the Board of Governors approve a balanced operating budget for 1991-92 with total revenues of \$113,991,000 as set out in the schedule circulated (Appendix C).

Dr. Lane informed the Board that at its meeting yesterday Senate had approved the proposed 1991-92 budget, although not unanimously.

Dr. Vinci proposed an amendment to the motion to "delete Items 2 and 3 on the summary sheet and replace these with an expenditure of \$300,000 for some suitable compensation to members of Dalhousie whose contracts have been suspended by legislation in a way that is consistent with the spirit and letter of the legislation." Mr. Hill seconded this amendment.

Mr. Kerr pointed out that much of what Dr. Vinci had proposed could be illegal. Should the University move to fill vacancies left vacant by attrition, moreover, this would counteract what the budget was designed to accomplish. Dr. Vinci responded that there were different kinds of non-replacement positions and ways of filling some positions which would not go against the University's long-term plans. Dr. Cohen noted that while this particular idea had not been discussed at Senate yesterday, there had been discussion on the relationship between the budget and frozen wages and on the hardship this would cause faculty. Also, the effect of the wage freeze legislation on contractual arrangements had been raised in Senate. Mr. Hill suggested that anything the University could do along the lines suggested earlier by Dr. Vinci would help send a message to the Dalhousie community that the Board was trying to make some adjustments to reduce the impact of the wage freeze legislation on its employees.

Mr. Piercey expressed concern that Dr. Vinci's amendment, apart from whether it would be legal or illegal, was too general in nature, and suggested that if the main motion were first approved without the amendment, someone might then wish to make another motion to consider some ways of implementing some of Dr. Vinci's suggestions. He accordingly ruled the amendment out of order. Mr. Hill noted that none of the budget lines were specific in naming areas and wondered what level of detail the Chair was seeking.

Dr. Stairs spoke about some difficulties that would arise if the University were to act on Dr. Vinci's proposals. In addressing Dr. Vinci's suggestion re pay equity and short-term replacements, Dr. Stairs commented on the difficulty the University was experiencing in interpreting the wage freeze legislation in advance of its being passed, so that the Board and the University's employees could be advised how salaries would be affected. He described how the University was interpreting "merit" which was allowed by the legislation, and some ambiguities which arose in cases involving staff who receive their income through fellowships and outside sources. The University, Dr. Stairs told the Board, has done everything possible to interpret the legislation to the employees' benefit, but in some areas it was not clear what more the University could do. With regard to the hiring of short-term replacements, this would be of benefit to some faculty, students and departments, but would have no across-the-board impact. The University, Dr. Stairs said, was generally trying to use its funds in ways which would provide the best support for faculty operations in as wide an area as possible. The University had also made representations to government about the wage freeze legislation.

Dr. Vinci said he thought it would be in the spirit of the amendment if the \$300,000 were transferred into a contingency fund, and when asked by the Chair if he would be prepared to revise the amendment, he and Mr. Hill both agreed to change it to read:

That the \$300,000 in Items 2 and 3 on the front sheet of the proposed 1991-92 budget be transferred into a contingency fund.

Dr. Vinci indicated that, following a decision on the original motion and the amendment, he would propose a motion that the Board think of constructive ways to use the contingency fund to assist staff. The Chair sought the University's Legal Counsel's comment on this proposal, and Mr. Crocker said his principal concern would be with the second motion to be proposed, since any reference to compensation would be contrary to legislation. Mr. Newman expressed concern about an amendment being brought to the floor which dealt with a \$300,000 item like this in a budget which had been prepared against a backdrop of the potential cost the University will face when pay equity is implemented and when the

wage freeze is lifted. He suggested this matter should be brought before the Board at another time and that the budget as originally proposed should be allowed to stand.

The question was called on the amendment to the motion, and the amendment was **DEFEATED**. The question was then called on the original motion, and it was **CARRIED**.

Student Union Fee

The Finance and Budget Committee and the Student Relations and Residence Committee had separately considered a request by the Student Union to increase its fee for next year. The increase was primarily for insurance coverage. On motion (Doane/Kerr), it was agreed:

That, on the recommendation of the Finance and Budget Committee and of the Student Relations and Residence Committee, the Board of Governors approve an increase of \$6.00 in the Dalhousie Student Union fee for 1991-92, from \$128.00 to \$134.00.

Investment Committee

Mr. Newman explained that there were three members of the Investment Committee (D.F.A., Senate and one external member) who were in a precarious position when involved in making investment decisions as they were not presently covered by the indemnification policy which protected Board members and Administrative Officers on the Committee. Mr. Newman presented a motion which would correct this situation (seconded by Mr. Crawford):

That every Investment Committee Member appointed by the Board of Governors who is not a Member of the Board of Governors or Administrative Officer, 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 out of the funds or other assets of the University from and against all costs, charges and expenses whatsoever which such Investment Committee Members 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 thing whatsoever made, done or permitted by him or her in or about the lawful execution of the duties of his or her membership on the Investment Committee.

CARRIED

Annual Reports of Standing Committees

Mrs. Weld moved that the Annual Reports of the Board's Standing Committees (pre-circulated) be approved. Mr. Newman noted that on page 3 of the Investment Committee's Annual Report the headings for the last two columns should be changed to read March 31/91 and March 31/92 respectively. Dr. Curry noted the progress being made in development activities during the short period of time Mr. Henry Eberhardt has served as Vice-President External. Mrs. Weld, on

behalf of the Nominating Committee, mentioned the lack of representation on the Board from Quebec, western Canada, organized Labour, the Acadian community and the Dental profession, and invited Members' to suggest possible candidates. With the correction to the Investment Committee's report duly noted, the Board agreed to accept the Annual Reports of Standing Committees as circulated.

President's
Report

Dr. Stairs presented this report (Appendix D) which Dr. Clark prepared before leaving for Ottawa. Referring to the first item on Role and Capacity item, Dr. Stairs added that two of the three consultants had now been engaged and the third was in negotiation. It is expected the consulting team will be here in August to speak with government, the NSCHE, CONSUP, MPHEC, and institutional and other interested parties. The 13-member task force which the President had set up to look into Dalhousie's position has met on several occasions and is drafting a proposal which will be circulated to Senate, the Board and various segments of the University. Board members serving on this committee include Mrs. Patricia Roscoe, Mr. George Cooper and Mr. Brian Hill. Dr. Stairs briefly reviewed other items in the President's Report on the Universities Foundation Act, the Chair in Black Canadian Studies and the President's recent visit to Zimbabwe. Other items relating to the Tupper Building Renovations and Budget and Restraint Legislation had been discussed during the course of the meeting and there was nothing to add. In closing, Dr. Stairs drew attention to the Affirmative Action signing ceremony between the University and the Nova Scotia Human Rights Commission to be held at Province House this coming Friday (June 28).

Dr. Lane, referring to the first item in the President's Report, said that Dr. David Cameron had addressed Senate yesterday as he had done earlier with the Board. She suggested that if CONSUP comes up with a document that deals with the pros and cons of the options outlined by Dr. Cameron, it would be useful for the Board and Senate to hold a joint discussion and see if they can reach consensus on a joint document. Such a document, she thought, would help solidify the University's position.

Other
Business

Executive Summary and Recommendations of Senate Academic Planning Committee's Review Subcommittee for International Development Studies and Projects - Dr. Stairs drew attention to a summary report on international development projects at Dalhousie which had been distributed at the meeting (enclosed for absent members) for information. Dr. Lane noted Senate had approved this report and added that the report represented a major initiative on the part of Senate and the University to coordinate development activities.

Board Committee Membership 1991-92 - Mr. Piercey asked Board members to advise the Secretary if there were any changes to be made to the list of Committee membership for next year.

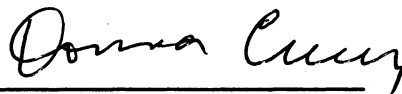
Bursaries - Mr. Tom Digby asked the Board's permission to raise another point of business relating to the student bursary programme. A brief one-page enclosure about undergraduate bursaries had been included in this year's registration package, he told the Board, but it had contained little detailed information about the bursary programme. Students had thought application forms for the targeted programme would be in the registration package, and he asked Mr. McKee how students could find out more about this programme. Mr. McKee agreed the information about bursaries sent out in the registration material could have been more effectively presented, but the expectation was that major publicity would be done in the fall. The student assistance programme was designed for students to apply anytime starting in mid September. By that time their provincial student assistance/Canada Student Loan assessments would be known, as would their summer earnings. Mr. McKee explained that a new computer system had to be set up and it would not be possible to produce an application form until more work had been done. Students would be notified through the campus press, he said, and an insert would be prepared for a Student Union mail-out in late July. Mr. McKee assured the Board that the Administration would do whatever it could to advise students effectively about the bursary programme.

Morale at Dalhousie

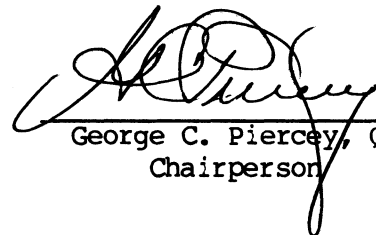
At the beginning of the meeting Mrs. Weld had asked for an opportunity to speak about low morale at Dalhousie and to encourage the Board to discuss the concept of turning this negativism into positivism. For many years the morale problem among faculty, staff and students on campus has been a serious one, Mrs. Weld stated, and she hoped the Board would give some thought to how this situation might be turned around. She asked that this item be put on the agenda for discussion at the September Board meeting.

Adjournment

The meeting adjourned at 6:03 p.m.



Donna M. Curry, M.D.
Honorary Secretary



George C. Piercey, Q.C.
Chairperson

REPORT AND RECOMMENDATIONS OF THE NOMINATING COMMITTEE
TO THE BOARD OF GOVERNORS
JUNE 25, 1991

1. Board Membership

- (a) Governor in Council Appointments - The Nominating Committee is pleased to report that the Board's recommendations to the Governor in Council to appoint Mr. James S. Cowan, Q.C., and to reappoint Dr. Donna M. Curry, Chief Justice T. Alex Hickman and Mr. Donald A. Kerr, Q.C. as Members of the Board of Governors have been approved. All appointments are for a three-year term effective 1 July 1991.

The Nominating Committee notes with regret that Mrs. Lorraine Green, Mr. John Lindsay, Dr. Judith Ritchie, Chief Judge Ian Palmetter and Dr. Thomas Vinci will be leaving the Board at the end of June on completion of their term of appointment. On behalf of the Board, the Committee wishes to thank these Members for the valuable contribution they have made to Dalhousie and to the work of the Board and its committees during their service as Board Members.

(b) Appointment - Alumni Association Representatives

The Nominating Committee is pleased to recommend that, on the nomination of the Dalhousie Alumni Association, the following persons be appointed Members of the Board of Governors for the terms specified, effective 1 July 1991:

| | |
|-------------------------------|-------------|
| Mr. H. Lawrence Doane | Three years |
| Mrs. Cynthia Robertson-Gorman | Three years |
| Mrs. Ann Petley-Jones | Three years |
| Ms. Bernadette Macdonald | One year |

2. Officers of the Board

The Nominating Committee is pleased to recommend that Dr. Donna M. Curry be appointed Honorary Secretary and that Mr. H. Lawrence Doane be appointed Honorary Treasurer of the Board of Governors, each for a term of one year effective 1 July 1991.

3. Board Committees

The Nominating Committee is pleased to recommend that the list of Board Committee Membership for 1991-92 which was pre-circulated to Board Members on 14 June 1991 be approved, on the understanding that some changes may occur in committee membership during the year.