



BOARD OF GOVERNORS

**Approved Minutes of the Meeting (Open Session)
held on Tuesday, June 23, 2015 at 3:00 p.m.
Macdonald Building, University Hall**

MEMBERS PRESENT: Larry Stordy (Chair), Jay Abbass, Michelle Awad, Barrie Black, Bill Black, Richard Florizone, Rebecca Haworth, Laurie Jennings, Courtney Larkin, Lori MacLean, Anne McLellan, Naiomi Metallic, Daniel Nicholson, Aubrey Palmetter, Alan Pinder, Anthony Saikali, Paula Simon, Jim Spatz, Candace Thomas

NON-MEMBERS PRESENT: Susan Brousseau (University Secretary), Martha Crago (Vice-President Research), Peter Fardy (Acting Vice President External), Ian Nason (Vice-President Finance and Administration), Carolyn Watters (Provost and Vice-President Academic)

REGRETS: John Baxter, Joyce Carter, Wadih Fares, Elaine Gibson, Bob Hanf, Sherry Porter, Rob Sobey

GUESTS: Andrea Power (Associate Secretary, Senate)

1. Approval of Agenda

Moved by J. Abbass, seconded A. Pinder:

THAT the agenda for June 23, 2015 be approved as presented with one addition: Approval of the External Auditors was added as Item 6.2(a).

The motion CARRIED.

2. Consent Agenda

S. Brousseau requested that Item 2 be removed from the Consent Agenda as it was noted, following distribution of the meeting materials, that one item was inadvertently omitted from the list of appointments to be approved.

2.1. Approval of Minutes of Meeting of April 21, 2015

THAT the minutes of the meeting held on April 21, 2015 be approved as presented.

Approved by CONSENT

2.3 Appointment of Board Officers, Committee Chairs & Committee Members

MOTIONS:

THAT the Board of Governors, on the recommendation of the Governance and Nominating Committee, approve the appointment of the following Officers of the Board of Governors of Dalhousie University for a one-year term from July 1, 2015 to June 30, 2016:

Chair	Lawrence Stordy
Vice-Chair	Sherry Porter
Honorary Secretary	Joyce Carter
Honorary Treasurer	Michelle Awad
President	Richard Florizone

THAT the Board of Governors, on the recommendation of the Governance and Nominating Committee, approve the appointment of the following Chairs of the Board Standing Committees for a one-year term from July 1, 2015 to June 30, 2016:

Academic Affairs and Research Committee	Naiomi Metallic
Audit Committee	Joyce Carter
Capital Projects and Facilities Committee	Wadih Fares
Executive Committee	Lawrence Stordy
Governance and Nominating Committee	Candace Thomas
Human Resources Committee	Sherry Porter
Investment Committee	Rob Sobey
Operations Committee	Michelle Awad
Steering Committee	Lawrence Stordy
Student Experience Committee	Paula Simon

THAT the Board of Governors, on the recommendation of the Governance and Nominating Committee, approve the appointment of members to the Board Standing Committees for a one-year term from July 1, 2015 to June 30, 2016 as presented on the list dated June 16, 2015.

Approved by CONSENT

2.4 Appointment of PTF and RTF Trustees

MOTIONS:

THAT the Board of Governors, on the recommendation of the Governance and Nominating Committee, approve the appointment of Jody Forsyth as a Trustee of the Pension Trust Fund and the Retirees Trust Fund for a three-year term from July 1, 2015 to June 30, 2018.

THAT the Board of Governors, on the recommendation of the Governance and Nominating Committee, approve the appointment of Aubrey Palmeter as a Trustee of the Pension Trust Fund and the Retirees Trust Fund for a one-year term from July 1, 2015 to June 30, 2016.

THAT the Board of Governors, on the recommendation of the Governance and Nominating Committee, approve the appointment of Greg Hebb as a Trustee of the Pension Trust Fund and the Retirees Trust Fund for a three-year term from July 1, 2015 to June 30, 2018.

THAT the Board of Governors, on the recommendation of the Governance and Nominating Committee, approve the reappointment of David Cameron as a Trustee of the Retirees Trust Fund for a three-year term from July 1, 2015 to June 30, 2018.

Approved by CONSENT

2.2 Board of Governors Appointments/Reappointments

Following the approval of the remaining items on the Consent Agenda, the Board dealt with Item 2.2. Ms. Brousseau noted that the reappointment of Ms. Courtney Larkin was omitted from the list of

appointments and reappointments presented for approval. She reported that as incoming president of the Dalhousie Alumni Association (DAA), Ms. Larkin's name is presented for approval as an alumni representative on the Board of Governors for a further two-year term.

It was agreed to deal with all of the motions under Item 2.2 as one motion.

Moved by A. Pinder, seconded by D. Nicholson:

MOTION 1:

THAT the Board of Governors, on the recommendation of the Governance and Nominating Committee, approve the nominations of Ms. Cassandra Dorrington, Mr. Jody Forsyth and Ms. Michele Williams for recommendation to the Governor in Council for appointment to the Board of Governors of Dalhousie University for a three-year term from July 1, 2015 to June 30, 2018.

MOTION 2:

THAT the Board of Governors, on the recommendation of the Governance and Nominating Committee, approve the nomination of Sherry Porter for recommendation to the Governor in Council for reappointment to the Board of Governors of Dalhousie University for a three-year term from July 1, 2015 to June 30, 2018.

MOTION 3:

THAT the Board of Governors, on the recommendation of the Governance and Nominating Committee, approve the reappointment of Paula Simon to the Board of Governors of Dalhousie University for a three-year term from July 1, 2015 to June 30, 2018.

MOTION 4:

THAT the Board of Governors, on the recommendation of the Governance and Nominating Committee, approve the appointment of Gail Tomblin Murphy to the Board of Governors of Dalhousie University for a three-year term from July 1, 2015 to June 30, 2018.

MOTION 5:

THAT the Board of Governors, on the recommendation of the Governance and Nominating Committee, approve the reappointment of Lori MacLean to the Board of Governors of Dalhousie University for a one-year term from July 1, 2015 to June 30, 2016.

MOTION 6:

THAT the Board of Governors, on the recommendation of the Governance and Nominating Committee, approve the appointment of Ian Bezanson to the Board of Governors of Dalhousie University for a two-year term from July 1, 2015 to June 30, 2017, such approval conditional on approval by the Dalhousie Alumni Association.

MOTION 7:

THAT the Board of Governors, on the recommendation of the Governance and Nominating Committee, approve the reappointment of Courtney Larkin to the Board of Governors of Dalhousie University for a two-year term from July 1, 2015 to June 30, 2017,

The motions CARRIED.

3. Business Arising from the Minutes

There was no business arising from the minutes.

4. Chair's Report

L. Stordy thanked the student and alumni start-up teams who came to share their entrepreneurial skills with the Board of Governors prior to the start of the meeting. He then welcomed newly installed Chancellor, Anne McLellan, and two new student members, Daniel Nicholson, DSU President, and Anthony Saikali, to their first meeting. David Mensink was welcomed as the new DFA President and Observer for 2015-16. Mr. Stordy congratulated several Board members and the President on recent recognitions and achievements.

L. Stordy thanked retiring Board members for their significant contributions to the Board, both at the Board and committee level: Jay Abbass, John Baxter, Barrie Black, William (Bill) Black, Alan Pinder and Jim Spatz. He also acknowledged the contributions of two members who retired earlier in the year, George McLellan and Fred Fountain.

5. President's Report

R. Florizone gave an overview presentation of the June 2015 progress report on *Dalhousie University Strategic Direction 2014-2018*. He also provided a brief update on the Faculty of Dentistry matter, noting that the Task Force chaired by Constance Backhouse will be issuing its report June 29; a briefing has been arranged for the Board and Senate on that date.

Dr. Florizone spoke briefly to other items in his report, including positive projected student enrolment for fall 2015, recent research successes, progress on key capital projects and strong fundraising results. He also highlighted several administrative and academic searches and reviews currently underway, including for the new Vice President, Advancement. He noted the many events held since the last Board of Governors meeting, including the 17 spring convocation ceremonies and the installation of the Honorable Anne McLellan as Dalhousie's new chancellor.

Following his report, Dr. Florizone addressed a question on the provincial government's recent provision for a tuition re-set by Nova Scotia universities; he and Dr. Watters responded that, while Dalhousie will examine the matter for 2016-17, it is not anticipating a general re-set as a result of this announcement. Dr. Watters noted that the government announcement was really meant to provide an opportunity for certain universities to address a situation where their tuition rates were below the average at the time the tuition cap was brought into effect several years ago.

Bill Black noted that he has very much enjoyed his time on the Board and commented that he would like to see the Board and Administration continue to press forward on two areas: 1) talent management, and 2) improved measurement of student outcomes (i.e. keeping students more central to the University's metrics). Dr. Florizone noted with respect to the latter, that he agrees that there should, and will be, a shift in this direction in the near future.

6. Administrative/Financial Matters

6.1 2014-2015 Operating Budget Report

M. Awad provided an overview of the 2014-2015 operating budget results on behalf of the Operations Committee. Following her report, I. Nason responded to several questions on the use of reserve funds and the status of transitional funding for the Agricultural campus. There were no further questions on the report.

6.2 2014-2015 Audited Financial Statements

J. Abbass, Chair of the Audit Committee, presented the financial statements, noting that the audit process proceeded smoothly in the view of both Management and the external auditors. There were no questions on the report.

Moved by J. Abbass, seconded by Barrie Black:

THAT the Board of Governors, on the recommendation of the Audit Committee, approve the audited Financial Statements of the University for the year ended March 31, 2015.

The motion CARRIED.

6.2(a) Approval of External Auditors for 2015-16.

J. Abbass presented the recommendation for appointment of the external auditors for 2015-16.

Moved by J. Abbass, seconded M. Awad:

THAT the Board of Governors, on the recommendation of the Audit Committee, approve the appointment of KPMG as auditors of the University for the year ending March 31, 2016.

The motion CARRIED.

6.3 2015-2016 Operating Budget Approval

M. Awad, Chair of the Operations Committee, presented the proposed 2015-16 budget for approval, noting the review and discussion that took place at the Operations Committee before approving a motion to recommend the balanced budget to the Board.

Moved by M. Awad, seconded by A. Palmeter:

THAT, the Board of Governors, on the recommendation of the Operations Committee, approve the 2015-2016 Operating Budget with revenues and expenditures each of \$398,572,000.

The motion CARRIED.
(D. Nicholson opposed)

7. Board Standing Committees Reports

L. Stordy noted the annual reports of the Board standing committee in the meeting package. He invited the chairs present to offer any comments on the reports or the work of their respective committees this year. Thanks were extended on behalf of the Board to Dr. Iraj Fooladi who concluded his current term, where he served approximately 19 of the last 27 years, on the Board Investment Committee and as a Trustee for the Pension Trust Fund and the Retiree's Trust Fund. Special thanks were extended to Susan Brousseau in her role as Secretary of the Board of Governors.

8. In Camera Session

The Board moved to an *in camera* session.

8. Adjournment

The meeting adjourned at 5:05 p.m.

Lawrence Stordy, Chair

Joyce Carter, Honorary Secretary