



BOARD OF GOVERNORS

**Approved Minutes of the Meeting (Open Session)
held on Tuesday, February 14, 2017 at 3:00 p.m.
Lord Dalhousie Room, Henry Hicks Building**

MEMBERS PRESENT: Larry Stordy (Chair), Sara Austin (via telephone), Michelle Awad (via telephone), Ian Bezanson (via telephone), Joyce Carter, Cassandra Dorrington (via telephone), Wadih Fares, Richard Florizone, Jody Forsyth (via telephone), Kati George-Jim, Elaine Gibson, Robert (Bob) Hanf, Kevin Hewitt, Courtney Larkin (via telephone), Anne McLellan (via telephone), Audrey Palmetter, Sherry Porter, Kathleen Reid, Paula Simon (via telephone), Bart Soroka, Candace Thomas

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

REGRETS: Laurie Jennings, Robert Richardson, Gail Tomblin Murphy, Michele Williams

GUESTS: Andrea Power (Associate Secretary, Senate)

1. Approval of Agenda

Moved by B. Hanf, seconded by B. Soroka:

THAT the agenda be approved as circulated.

CARRIED.

2. Consent Agenda

The following items were approved by consent.

2.1 Approval of Minutes of Meeting of November 22, 2016

THAT the minutes of the meeting held on November 22, 2016 be approved as presented.

Approved by CONSENT.

2.2 Board Appointee - Search Committee for VP Research

THAT the Board of Governors, on the recommendation of the Governance and Human Resources Committee, approve the appointment of Robert (Bob) Hanf to the Search Committee for the Vice-President Research effective immediately.

Approved by CONSENT.

2.3 Board Appointee – Search Committee for AVP Research

THAT the Board of Governors, on the recommendation of the Governance and Human Resources Committee, approve the appointment of Michelle Awad to the Search Committee for the Associate Vice-President, Research effective immediately.

Approved by CONSENT.

2.4 Board Appointee – Search Committee for AVP Research, Oceans

THAT the Board of Governors, on the recommendation of the Governance and Human Resources Committee, approve the appointment of Paula Simon to the Search Committee for the Associate Vice-President, Research - Oceans, effective immediately.

Approved by CONSENT.

2.5 Board Executive Committee - Revised Terms of Reference

THAT the Board of Governors, on the recommendation of the Governance and Human Resources Committee, approve the revised Terms of Reference for the Board Executive Committee as presented.

Approved by CONSENT.

2.6 Dalhousie Staff Pension Plan Amendments

THAT the Board of Governors, on the recommendation of the Governance and Human Resources Committee, approve the omnibus amendment to the Dalhousie Staff Pension Plan as presented.

Approved by CONSENT.

2.7 Draft Grading Practices Policy (approved by Senate)

THAT the Board of Governors approve the draft Grading Practices Policy as presented, to take effect in the 2017-18 academic year, effective September 1, 2017.

Approved by CONSENT.

3. Business Arising from the Minutes

There was no business noted.

4. Chair's Report

L. Stordy congratulated Dr. Jeff Dahn who is the 2017 recipient of the Natural Sciences and Engineering Research Council's Herzberg Canada Gold Medal; Mr. Stordy noted that he was pleased to be in Ottawa for the presentation to Dr. Dahn. He also offered congratulations to Dr. Martha Crago on her appointment as Vice-Principal (Research and Innovation) at McGill University, effective July 1, 2017. Ms. Kathleen Reid and her fellow DSU members were congratulated on the grand opening of the newly renovated Student Union Building on January 18, 2017. Lastly, he noted the recent raising of the Pan-African Flag on the Studley Campus in celebration of African Heritage Month.

5. President's Report

R. Florizone highlighted various items in his written report, noting that the report is intended to cover the key dimensions, including the four "Rs" of Dalhousie's strategic direction: Retention, Research, Returns to Society and Respect, and also updates on other areas, including infrastructure, fund-raising and government relations.

Following his report, Dr. Florizone responded to several questions on provincial government funding, and the current U.S. travel ban on individuals travelling from specific countries and how this is impacting Dalhousie's enrolment (and also Dalhousie's response to this in terms of assisting students and potentially recruiting promising faculty members). He also responded to a query on the raising of the Pan-African Flag on campus and whether the flag will continue as a permanent symbol. R. Florizone responded that this is still under discussion and there is no final decision at this point. He noted, however, that the raising of the Mi'kmaw flag reflects the special relationship with the land and the fact that Dalhousie is situated on traditional Mi'kmaw land. He noted that there is interest in recognizing the Black African community and heritage in a permanent manner, but there is still discussion on whether this is through a flag or something else. He noted that he is seeking advice from the Executive Director for Diversity and Inclusiveness and the Strategic Priority 5.2 Committee.

6. Dalhousie Student Union President's Report

K. Reid referred members to her written report and noted several highlights, including the upcoming DSU elections and the speaker series that the DSU has organized for African Heritage Month. She also noted that planning is underway for events to take place during the week of International Women's Day on March 8th.

7. Items for Decision

Capital Projects

7.1 Performing Arts Facility (Amended Board 1 Approval)

W. Fares introduced the item and presented the motion.

Moved by W. Fares, seconded by A. Palmetter:

That the Board of Governors, on the recommendation of the Capital Projects & Facilities Committee, approve the amendment of the Board 1 approval given on January 26, 2016 to provide for the expenditure of a sum not to exceed \$800k to complete the Design Phase of a project to renovate and expand the Dalhousie Arts Centre to accommodate the Fountain School of Performing Arts with a project budget not to exceed \$27.7M (Amended Board 1).

CARRIED.

7.2 Halifax Thermal Plant (Board 1 Approval)

W. Fares introduced the item and presented the motion. He and members of Management responded to brief questions. K. George-Jim noted that it is beneficial for students to see, when capital projects come forward, where the campus is going on sustainability, CO2 emissions and the use of alternative fuels, etc. She noted that it is helpful for students to see that the University is making some progress. R. Florizone agreed and noted that this is a good reminder to ensure that the University profiles its sustainability

initiatives on a regular basis. K. Hewitt noted that Senate will be including a presentation on Dalhousie's initiatives in the sustainability area at an April meeting.

Moved by W. Fares, seconded by A. Palmeter:

That the Board of Governors, on the recommendation of the Capital Projects & Facilities Committee, approve the expenditure of a sum not to exceed \$450K for the schematic design of a Thermal Plant Renewal Project that includes replacement and capacity upgrades of heating and cooling systems and the addition of a 5.7MW Co-generation system at the Halifax Thermal Plant. (Board 1 Approval)

CARRIED.
(R. Hanf abstaining)

7.3 Federal Funding agreement – Ocean Frontier Institute (OFI)

J. Carter introduced the item and presented the motion. She noted that this item is essentially an administrative matter that is required to come to the Board because of the size of the federal contract.

Moved by J. Carter, seconded by S. Porter:

THAT the Board of Governors, on the recommendation of the Finance, Audit, Investment & Risk Committee, approve a seven-year funding agreement with the Tri-Agency funding agencies through the Canada First Research Excellence Fund to administer and participate in a research project entitled “Ocean Frontier Institute (OFI): Safe and Sustainable Development of the Ocean Frontier” effective September 1, 2016.

CARRIED.

7.4 External Financing – Capital Projects

J. Carter introduced the item and presented the motion. She noted that financing for the capital projects indicated in the briefing materials was previously approved by the Board. She reported that the Finance, Audit, Investment & Risk Committee had a good, fulsome discussion of the proposal and staff presented excellent information to support the proposed motion; some of this was included in the Board meeting package.

Moved by J. Carter, seconded by W. Fares:

THAT the Board of Governors, on the recommendation of the Finance, Audit, Investment & Risk Committee, authorize and direct the President and the Vice-President, Finance and Administration to prearrange borrowing of \$18.5 million and \$25.0 million, for funding the construction of the Agriculture Campus Biomass and the Fitness Centres projects, respectively. Both financings are to commence April 2018 with fixed interest rates, and with terms not exceeding 25 years. Financings are to be arranged in accordance with the Document Execution/Contract Signing Authority Policy, and the aforementioned officers are to take all such actions to execute and deliver such agreements, instruments and documents in writing and to do all such acts and things in their opinion as may be necessary or desirable in the name and on behalf of the University or otherwise to give effect to this Resolution.

CARRIED.

8. Items for Information

8.1 Board Standing Committee Reports

L. Stordy noted that the reports would be taken as read. Various committee chairs noted brief highlights from their reports and there were no questions on these.

9. In Camera Session

The Board moved to an *in camera* session.

10. Adjournment

The meeting adjourned at 5:50 p.m.