



BOARD OF GOVERNORS
Approved Minutes of the Meeting (Open Session) held on
Tuesday, November 23, 2021, 3:00 p.m.
Via Videoconference

MEMBERS PRESENT: Cassandra Dorrington (Meeting Chair), Paul Beesley, Scott Brison, Anne Campbell, Level Chan, Glen Dexter, Cheryl Fraser, Jonathon Frontain, Angeline Gillis, Ahsan Habib, Kristan Hines, Joyce Hoeven, Laurie Jennings, Murray Lyu, Jay MacIsaac, Merle MacIsaac, Catherine MacPherson, Arvin Ramlakhan, Robert Richardson, Deep Saini, Dervarsh Sood, Louise Spiteri, Madeleine Stinson

NON-MEMBERS PRESENT: Alice Aiken (Vice-President Research & Innovation), Susan Brousseau (University Secretary), Peter Fardy (Vice-President Advancement), Frank Harvey (Provost & Vice-President Academic), Matt Hebb (Vice-President Government & Global Relations), Gitta Kulczycki (Vice-President Finance & Administration), Cheryl MacDonald (Board Governance Assistant), Judith Ng'ethe (Associate Secretary of Senate), Emily Marshall (Student Minute Taker).

GUESTS: Peter Coutts (Assistant Vice-President, Facilities Management), John Hope (General Counsel), Jeff Larsen (Assistant Vice-President, Innovation & Entrepreneurship), Tara Perrot (DFA Observer), Matt Proctor (Assistant Vice-President, Communications, Marketing and Creative Services)

REGRETS: Robert Hanf (Board Chair), Carolan McLarney

1. Approval of Agenda

The agenda was adopted as presented.

2. Presentation: Dal Innovates

A. Aiken introduced J. Larsen to present on the activities of Dal Innovates, noting that Dalhousie has one of the most robust Innovation and Entrepreneurship programming of any university in Canada.

J. Larsen presented an overview of Dal Innovates, which provides opportunities for students and faculty at Dalhousie and other Atlantic Canadian institutions to explore and experience innovation and entrepreneurship and develop knowledge, skills, and attitudes necessary to translate new ideas into innovations. Since January 2021, start-ups in Atlantic Canada have created billions in equity value. These companies contribute to economic growth, job creation, and many of the problems they are solving have global impacts, including next-generation batteries and carbon sequestration. The mission of Dal Innovates is to provide students with the skills, experience, mindset and resilience to thrive in the innovation economy; catalyze more and better start-ups from the university; and generate impact locally, nationally and globally. A progression of programs is offered to students to support them on the path to venture creation and growth; these include sandboxes, Lab2Market, Ready2Launch; and ideaHUB. J. Larsen spoke to the creation of Initio, a law clinic that supports early-stage companies and provides law students the opportunity to acquire practical experience, and spoke to the Creative Destruction Lab-Atlantic, which has two streams: one focussing on technological innovations across diverse industries in Atlantic Canada, and one focussed on ocean start-ups from around the world. Additionally, he noted receipt of \$2.5M in funding from the federal government to develop national programming that will focus on performance and resiliency, leadership, and mentoring and coaching.

Following the report, J. Larsen responded to a question related to demographics, noting that strategies and interventions are being developed to increase uptake with diverse populations; current data indicates underperformance in engaging members of BIPOC and other underrepresented communities and this is identified as a need to be addressed. A. Aiken noted that Dalhousie recently signed on to the Luminary Charter, an initiative of

Indigenous Works, an ISO-certified national social enterprise, to design and implement an Indigenous innovation strategy and plan for economic transformation, employment and well-being.

Further comments noted the benefits and importance of communicating widely the significant work being done at Dalhousie to foster a culture of innovation and entrepreneurship. It was noted that Halifax has become one of the best places in the world to launch a start-up and Dalhousie's programs are a significant part of advancing areas like clean tech, agri-tech, battery tech, carbon-tech, etc. It is important to continue to develop this narrative to continue building these strengths.

The Board thanked J. Larsen for his presentation and commended him on the impressive work being done through Dal Innovates.

3. Consent Agenda

All items were adopted by consent.

3.1 Minutes of Meeting of October 19, 2021

THAT the Board of Governors approve the minutes of the meeting of October 19, 2021 as presented.

Approved by CONSENT

3.2 Student Board Member Nominations

THAT the Board of Governors, on the recommendation of the Governance and Human Resources Committee, approve the appointment of Murray Lyu as a student Board member on the Board of Governors of Dalhousie University for a term to run from the date of Board approval to April 30, 2023.

AND THAT Murray Lyu be appointed to the Community Affairs Committee for a term to run from the date of Board approval to June 30, 2022.

THAT the Board of Governors, on the recommendation of the Governance and Human Resources Committee, approve the appointment of Jonathon Frontain as a student Board member on the Board of Governors of Dalhousie University for a term to run from the date of Board approval to April 30, 2022.

AND THAT Jonathon Frontain be appointed to the Capital Projects & Facilities Committee for a term to run from the date of Board approval to April 30, 2022.

Approved by CONSENT

3.3 Appointment of PTF and RTF Trustee

THAT the Board of Governors, on the recommendation of the Governance and Human Resources Committee, approve the appointment of Jonathan Shapiro as the Dalhousie Faculty Association-nominated trustee of the Pension Trust Fund and the Retirees Trust Fund for a term from January 1, 2022 to June 30, 2024.

Approved by CONSENT

3.4 Matters from Senate

3.4.1 New Centre: Sustainable Soil Management

THAT the Board of Governors approve the establishment of the Centre for Sustainable Soil Management as presented.

Approved by CONSENT

3.4.2 Program Termination: Bachelor of Engineering – Materials Engineering, Faculty of Engineering

THAT the Board of Governors approve the termination of the Bachelor of Engineering – Materials Engineering undergraduate program in the Faculty of Engineering effective immediately.

Approved by CONSENT

3.4.3 Major Modification: Bachelor of Engineering – Mechanical Engineering (BEng-Mech to BEng-Mech-Co)

THAT the Board of Governors approve the major modifications to the Bachelor of Engineering – Mechanical Engineering (BEng-Mech and BEng-Mech-Co) program as presented.

Approved by CONSENT

3.4.4 Major Modification: MA Leisure Studies, School of Health and Human Performance

THAT the Board of Governors approve the major modifications to the MA Leisure Studies program as presented.

Approved by CONSENT

Following approval of the consent agenda, C. Dorrington formally welcomed new student Board members Jonathon Frontain and Murray Lyu to the Board.

4. Business Arising from the Minutes

There was no business noted.

5. Chair's Report

On behalf of R. Hanf, C. Dorrington provided an update on the independent external governance review currently underway. R. Hanf is overseeing the review on behalf of the Board and has established a governance review advisory group to advise him and provide guidance as needed to the independent consultants; this group is comprised of C. Dorrington, C. Fraser, D. Saini and L. Spiteri. C. Dorrington noted the external consultants who were retained to complete the governance review, Julia Eastman and Cheryl Foy, and provided an overview of the phases of the review to be undertaken over this academic year, including documentary review, interviews and surveys of Board and Senate members. The review will focus on the effectiveness of governance processes and procedures at Dalhousie in the context of achieving the objectives set out in the university's Strategic Plan. The consultants have commenced work and members of the Board will be invited to participate in an online survey within the next two weeks. All members are encouraged to participate in this important initiative. Following this report, C. Dorrington responded to a question, confirming that there is a communications plan in place to ensure participants engaging in the process are apprised of the scope of the review.

6. President's Report

D. Saini welcomed new student Board members Jonathon Frontain and Murray Lyu.

D. Saini noted the recent passing of Dalhousie's Chancellor Emeritus Dr. Richard Goldbloom. D. Saini spoke to highlights of Dr. Goldbloom's outstanding medical career, including his recruitment to Halifax in 1967 as head of the Department of Pediatrics in Dalhousie's Faculty of Medicine and his exemplary leadership as physician-in-chief at the IWK Health Centre. D. Saini spoke to Dr. Goldbloom's many contributions to the university and the broader community as a leader, mentor and scholar. Dr. Goldbloom received an honorary degree from Dalhousie and served as the University's chancellor from 2001 to 2008 (serving *ex officio* on the Board of Governors during this term). Campus flags have been lowered in Dr. Goldbloom's honour.

D. Saini congratulated Dalhousie graduate Ashley Jackson, one of 11 students to become a member of Canada's Rhodes Scholar Class of 2022. She completed her undergraduate degree in medical sciences last year and became Dalhousie's 93rd Rhodes Scholar. Additionally, Nick Harris, a fourth-year student at the University of King's College, is completing his Bachelor of Arts at King's and Dalhousie with combined honours in Political Science and Law, Justice and Society, has been named a Rhodes Scholar.

Lastly, D. Saini congratulated the 198 Dalhousie varsity student-athletes who achieved U SPORTS Academic All-Canadian honours in 2020-21.

7. Dalhousie Student Union President's Report

M. Stinson welcomed the new student Board representatives.

M. Stinson referred members to her report, highlighting the topic of divestment. She spoke to the emphasis placed on the role finances play in mitigating climate change, out of the numerous goals ratified by 200 nations at the recent COP 26 United Nations Climate Change Conference. M. Stinson highlighted universities in Canada and globally that have chosen to divest and noted it is timely for Dalhousie to revisit divestment, suggesting that this issue be put back on the agenda of the Finance, Audit, Investment and Risk (FAIR) and the Investment committees, at least for discussion. She noted that while the subject of divestment has come to the Board in the past, her report suggests a slightly different perspective on this matter. She noted that the proposal comes from students in Divest Dal in the wake of several universities that Dalhousie sees as comparators making the decision to divest. A further conversation on this subject aligns with Dalhousie's strategic plan – *Third Century Promise* and with other initiatives and programs offered at Dalhousie, including the College of Sustainability. She noted that it might also be helpful for the university to prepare a report on the outcomes of the past decisions.

D. Saini thanked M. Stinson for her report and for bringing forward this subject, noting that it is timely as he has recently engaged in discussions with a number of other university presidents in Canada. He noted this subject was brought to the Board in 2014 and again in 2019 for consideration, and he would like to take the lead in bringing further discussion to the FAIR and Investment committees. He noted that work has been done to start moving on this path and Dalhousie is committed to significantly reducing its carbon footprint, in whatever form that may take. He noted that divestment doesn't often happen all at once, but rather in steps.

G. Kulczycki reported that currently Dalhousie does not hold any direct investments in fossil fuels, similar to a number of universities noted in M. Stinson's report. She noted that Dalhousie's investments are held as part of pooled funds; as such, Dalhousie is not able to select or deselect shares or other investments, but the university expects its fund managers to operate within their given mandates as well as within the Environmental, Social and Governance (ESG) framework that was adopted for endowment funds. Recent data shows that current holdings with the Carbon Underground 200 is 0.67%, down from 4.2% in 2014. In addition, a sustainable investment fund was established, to which donors can choose to direct donations.

8. Items for Decision

8.1 Black Studies Research Institute

L. Spiteri presented the proposal to establish a Black Studies Research Institute (BSRI). The establishment of this institute is part of a commitment by Senate to support the initiatives of the Black Lives Matter movement, and will be a pan-university institute focussed on interdisciplinary research in Black studies. She highlighted alignment with Dalhousie's strategic plan "Third Century Promise" as well as the University's commitment to the African Nova Scotian community. L. Spiteri noted that the motion presented includes the waiving of section D.3.a. of the Research Centres and Institutes Policy, which requires evidence of funding to cover infrastructure and operating costs for a period of at least five years. The BSRI has a funding commitment for three years. L. Spiteri spoke to Senate's support of waiving that proviso noting that this is an important initiative and that the institute needs to exist in order to secure additional external funding.

Following the report, L. Spiteri responded to questions related to plans in place to secure the additional required funding. She noted that institute will be open to scholars from around the world and will create demand for research funding in the areas of African diaspora, which is currently limited.

F. Harvey noted the proposal for the BSRI has followed an atypical “top-down” approach, beginning with a motion at Senate in response to a societal need. In response to the overwhelming support from deans and senior administration, three years of funding was generated that will allow the Institute to expand and build capacity from the bottom-up. A. Aiken offered her support for this important initiative and noted that her team will work with the proposers to find creative ways to fund the institute; she noted that most centres and institutes are focused on a research topic while the Black Studies Research Institute is focused around a population – as a result, standard sources of funding may not be as available. D. Saini spoke to the development of campaign initiatives currently underway, noting that equity, diversity, inclusiveness and accessibility (EDIA) is one that is pan-institutional and aligns well with the BSRI. He noted the Institute is also likely to attract philanthropic support.

Moved by L. Spiteri, seconded by D. Saini:

THAT the Board of Governors approve the establishment of the Black Studies Research Institute and, in this instance, agree to waive section D.3.a. of the Research Centres and Institutes Policy.

CARRIED.

8.2 Facilities Renewal Preliminary Budget 2022-2023

R. Richardson presented the Facilities Renewal preliminary budget for 2022-2023, highlighted the six proposed projects estimated to exceed \$1 million. He noted the importance of moving forward with major planned projects according to schedules that will meet operational and academic priorities.

Moved by R. Richardson, seconded by J. Maclsaac:

THAT the Board of Governors, on the recommendation of the Board Capital Projects and Facilities Committee, approve the list of significant projects (greater than \$1 million for FY). Facilities Management is authorized, prior to the following April, to spend and enter into contractual commitments totalling no more than \$10 million to support the implementation of the approved Facilities Renewal projects.

CARRIED.

9. Items for Information

9.1 Board Standing Committee Reports

R. Richardson noted the campus tour of construction work sites on the Halifax campuses that took place the previous week; this was requested by the Capital Projects and Facilities Committee (CPFC) and all Board members were invited. He noted the impressive work currently underway and the benefits of committee members being able to see and hear about the progress of various key capital projects. He also spoke to a recent presentation to the CPFC by Rochelle Owen, Director of the Office of Sustainability, highlighting the significant work being done by that small unit and the resulting impacts and cost savings across the institution.

10. In Camera Session

The Board moved to the *in-camera* session.

11. Adjournment

The meeting adjourned at 5:45 p.m.