

(Circulated prior to approval)



Brock
University

Board of Trustees

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MINUTES OF MEETING #4 (2008-09)

BOARD OF TRUSTEES

THURSDAY, APRIL 30, 2009, 4:00 PM

BOARD ROOM, 13TH FLOOR, SCHMON TOWER

PRESENT: *Chair* Mr. David Howes

Chair-Elect Mr. Rudi Kroeker

Members

Mr. David Appel
Ms. Mitzi Banders
Ms. Georgina Black
Dr. Leslie Anne Boldt
Mr. David Civiero
Dr. Maureen Connolly
Ms. Wanda Gilmore
Mr. Tom Goldspink
Mr. Paul House
Dr. Valerie Jaeger
Ms. Julia Kamula
Mr. Roelof Makken
Mr. Sohail Mall
Ms. Lisa Ann Neville
Mr. Dennis Parass
Mr. Peter Partridge
Mr. Sebastian Prins
Mr. Joe Robertson
Ms. Joy Rogers
Mr. John Suk
Dr. Susan Sydor
Dr. Norris Walker
Ms. Valerie Wolfe
Ms. Helen Young

Ex officio:
President and Vice-Chancellor Dr. Jack Lightstone

Official Resource:

Vice-President, Academic and Provost	Dr. Terry Boak
Vice-President, Finance and Administration	Mr. Steven Pillar
Vice-President, Advancement	Mr. David Petis
Vice-President, Research	Dr. Liette Vasseur

Secretary to the Board	Mr. Mike Farrell
Recording Secretary	Ms. Margaret Thompson

ALSO

PRESENT: Ms. Pauline McCormack, Ms. Joanne McKee, Mr. Tom Saint-Ivany, Dr. Philip Wright

GUEST: Ms. Ellen Robb

REGRETS: Mr. Ned Goodman, Mr. Bill Rickers, Ms. Betty-Lou Souter, Ms. Mary Turner, Mr. Bruce Wormald

1. CALL TO ORDER

Mr. Howes welcomed members and called the meeting to order. He introduced Ms. Ellen Robb, the new President of the Graduate Students' Association, who was a guest at today's meeting.

2. DECLARATION OF CONFLICT OF INTEREST

There were no conflicts of interest declared.

3. MINUTES OF THE PREVIOUS MEETING

[The minutes of Meeting #3 (2008-09) held on February 26, 2009 had been posted with the meeting materials.]

On a motion by Ms. Black, seconded by Mr. House and carried, it was

RESOLVED that the Minutes of Meeting #3 (2008-09) of the Board of Trustees held on February 26, 2009 be approved.

4. BUSINESS ARISING FROM THE MINUTES - None

5. REPORT OF THE CHAIR OF THE BOARD

Mr. Howes apprised Trustees of the passing of Dr. Charles Sankey on April 29, 2009 at the age of 103. Dr. Sankey was Brock's second Chancellor and one of the founding members of the University. In 2006, the Senate Chamber was renamed the Dr. Charles Sankey Chamber in recognition of his many contributions to the University. Details regarding a memorial service had yet to be announced.

Congratulations were expressed to Dr. Valerie Jaeger for being named Volunteer of the Year by the St. Catharines and District United Way. Dr. Jaeger was recognized for her outstanding service, commitment and leadership to the campaign and to our community and will also serve as the Chair

of the 2009 St. Catharines and District Campaign. Brock University was also recognized with the Community Builder Award which is presented to one organization each year that pro-actively identifies unique ways to support local needs, and “looks beyond the financial bottom line to the impact of its activities on the community.”

At the invitation of the Chair, Dr. Jaeger provided a brief update on the H1N1 influenza. The University’s Emergency Response Team has been active and key prevention and mitigation measures have been initiated on campus.

On behalf of the Board of Trustees, Mr. Howes expressed congratulations to:

- Dr. Marilyn Walker for receiving this year’s Laura Sabia award from the Niagara Artists Centre. The award recognizes a woman in the community who has demonstrated a commitment to the arts and has furthered the careers of women artists;
- Chancellor-Emeritus Dr. Raymond Moriyama for being awarded the Governor General’s Award in Visual and Media Arts. The award recognizes career achievement in the arts.
- Handling Specialty, whose President is Trustee Dennis Parass, for being recognized as the Canadian Business of the Year by the College of Business Administration, Niagara University. Mr. Parass had also been recently featured in the Business Niagara Magazine.

6. REPORT OF THE EXECUTIVE COMMITTEE

[Minutes of Meeting #4 held February 26, 2009 and Meeting #5 held March 26, 2009 had been posted with the meeting materials.]

Mr. Howes referred members to the minutes of the meetings held on February 26, 2009 and March 26, 2009. The Executive Committee, on behalf of the Board, had unanimously approved that Dr. Murray Knuttila be appointed to the position of Provost and Vice-President, Academic for a term of five years effective July 1, 2009. The Chair noted that he and Mr. Robertson had the pleasure of serving as the Board representatives on the Advisory Committee and fully supported the Dr. Knuttila’s appointment. As well, the Board had been notified that the Executive Committee acted on behalf of the Board in order to give this recommendation timely consideration in making the appointment.

7. REPORT OF THE PROVOST AND VICE-PRESIDENT, ACADEMIC - None

8. REPORT OF THE ACTIONS OF THE UNIVERSITY SENATE

[A Report of the Actions of the University Senate from the 566th meeting held on March 4, 2009, the 567th meeting held on March 25, 2009, the 568th meeting held on April 1, 2009 and the 569th meeting held on April 22, 2009 had been posted with the meeting materials.]

Dr. Connolly referred Trustees to the Report of the Actions of the University Senate and highlighted the significant motions passed and discussions held during the meetings of Senate as outlined in the Report.

Ms. Rogers, Board representative on Senate, suggested to Dr. Connolly that the oral highlights shared at each meeting with Senators also be communicated at Board meetings.

Dr. Connolly was pleased to note that Trustee Roelof Makken would be awarded the inaugural Clarke Thomson Award for Excellence in Sessional Teaching. Mr. Makken is a part-time instructor in the Department of Economics, Faculty of Social Sciences. On behalf of the Board of Trustees, Dr. Connolly expressed congratulations to Mr. Makken.

9. REPORTS OF STANDING COMMITTEES

9.1 Advancement, Community Relations and Research Committee

[The minutes of Meeting #3 (2008-09) held on March 12, 2009 had been posted with the meeting materials.]

Mr. Goldspink presented the Report of the Committee, noting that a confidential item regarding the Annual Fund Campaign would be presented later in the meeting, during the *in camera* session.

Trustees were then referred to the following reports which had been considered by the Committee and forwarded to the Board for information:

- a) The Office of Advancement in Support of Research Services - Overview Presentation
[An Information Item to the Committee *TOPIC: The Office of Advancement in Support of Research Services - Overview Presentation* dated March 12, 2009 had been posted with the meeting materials.]
- b) University Government Relations Overview
[An Information Item to the Committee *TOPIC: Government Relations Overview* dated March 12, 2009 had been posted with the meeting materials.]
- c) Final Update – Cygnus Advancement Review and Recommendations
[An Information Item to the Committee *TOPIC: Final Update - Cygnus Advancement Review and Recommendations* dated March 12, 2009 had been posted with the meeting materials]
- d) Brock Branding Project Update
[An Information Item to the Committee *TOPIC: Brock Branding Project Update* dated March 12, 2009 had been posted with the meeting materials.]
- e) Acceptance of the Report

On a motion by Mr. Goldspink, seconded by Dr. Boldt and carried, it was

RESOLVED that the Report of the Advancement, Community Relations and Research Committee as contained in the minutes of the March 12, 2009 be accepted.

9.2 Joint Meeting of the Capital Projects and Facilities Committee and the Financial Planning, Audit and Human Resources Committee

[The Minutes of Joint Meeting #2 (2008-09) of the Capital Projects and Facilities Committee and the Financial Planning, Audit and Human Resources Committee held on April 23, 2009 had been posted with the meeting materials.]

Mr. Robertson presented the Report noting that there were two decision items for the consideration of the Board, of which one was confidential.

a) In-camera Session

The Chair noted that a motion was required to move *in camera*.

On a motion by Mr. Robertson, seconded by Mr. Kroeker and carried, the Board moved *in camera* at 4:30 p.m. Non-Trustees retired from the meeting. Mr. Saint-Ivany had been requested to remain for the discussion.

The Board resumed open session at 4:40 p.m. Non-Trustees rejoined the meeting.

[During the *in camera* session, the Board passed five confidential recommendations regarding the Niagara Health and Bioscience Research Complex. A confidential Report from the Advancement, Community Relations and Research Committee was shown on the overhead screen.]

b) Thistle Courtyard/Marketplace Project Tender Award

[A Decision Item *TOPIC: Thistle Courtyard/Marketplace Award of Construction Contract* dated April 23, 2009, together with Attachment 1: Analysis of Bids, Brock University Thistle Courtyard/Marketplace, St. Catharines, Ontario dated April 21, 2009, had been posted with the meeting materials.]

Mr. Robertson referred members to the Report and reviewed the rationale for the proposed recommendation.

On a motion by Mr. Robertson, seconded by Ms. Young and carried, it was

RESOLVED that the contract for “Thistle Courtyard/Marketplace” be awarded to Maracon Construction Limited for a contract value of \$5,474,000, not including GST.

c) Acceptance of the Report

On a motion by Mr. Robertson, seconded by Mr. House and carried, it was

RESOLVED that the Report of the Joint Meeting of the Capital Projects and Facilities Committee and the Financial Planning, Audit and Human Resources Committee as contained in the minutes of the meeting held April 23, 2009 be accepted.

9.3 Capital Projects and Facilities Committee

[Minutes of Meeting #5 (2008-09) held on April 9, 2009, together with the reports indicated below, had been posted with the meeting materials.]

Mr. Robertson presented the Report of the Capital Projects and Facilities Committee. He referred Trustees to each of the following reports that had been considered by the Committee and forwarded to the Board for information:

- a) Tomorrow Project
[An Information Item *TOPIC: Tomorrow Project* dated April 9, 2009, together with Attachment 1: Hotel Tomorrow and Conference Centre and Appendices A and B had been posted with the meeting materials.]
- b) Environment, Health and Safety Management System Audit and Workplan
[An Information Item *TOPIC: Environment, Health and Safety Management System Audit and Work Plan* dated April 9, 2009, together with Appendix 1: Brock University Environment, Health and Safety Management System Audit Suggestions for Improvement Summary and Appendix 2: HR/EH&S Four Year Work Plan had been posted with the meeting materials.]
- c) Sustainability
[An Information Item *Topic: Sustainability* dated April 9, 2009 had been posted with the meeting materials.]
- d) Waste Audit Annual Report
[An Information Item *TOPIC: Waste Audit Annual Report* dated April 9, 2009, together with related appendices, had been posted with the meeting materials.]
- e) Accessibility Planning – Accessible Built Environment Update
[An Information Item *TOPIC: Accessibility Planning - Accessible Built Environment Update* dated April 9, 2009 had been posted with the meeting materials.]
- f) Major Projects Update
[An Information Item *Topic: Major Projects Update* dated April 9, 2009 had been posted with the meeting materials, together with the following Project Status Update Reports: Learning Commons and Fire Alarm Replacement, Welch Hall Addition, 4 Norman Road (International Building), Thistle Courtyard/Marketplace, Second Campus 13.8kv Electrical Feed and Blackstart Capability, Artificial Sports Field, Niagara Health and Bioscience Research Complex, and the Marilyn I. Walker School of Fine and Performing Arts.]
- g) Information Technology Services Update
[An Information Item *TOPIC: Information Technology Services Update* dated April 9, 2009 had been posted with the meeting materials.]
- h) Acceptance of the Report

On a motion by Mr. Robertson, seconded by Ms. Kamula and carried, it was

RESOLVED that the Report of the Capital Projects and Facilities Committee as contained in the minutes of the meeting held on April 9, 2009 be accepted.

9.4 Financial Planning, Audit and Human Resources Committee

[The minutes of a Meeting #4 (2008-09) held on April 16, 2009, together with the reports

indicated below, had been posted with the meeting materials.]

Mr. Partridge presented the Report of the Financial Planning, Audit and Human Resources Committee.

a) Student Tuition Fees for 2009-10 - Update

[A Decision Item *TOPIC: Student Tuition Fees for 2009-10 - Update* dated April 16, 2009, together with Attachment 1: Centre for Continuing Teacher Education Additional Qualification Courses (AQ) had been posted with the meeting materials.]

Mr. Partridge reviewed the rationale for the proposed recommendation as outlined in the Report.

On a motion by Mr. Partridge, seconded by Dr. Connolly and carried, it was

RESOLVED that Tuition Fees for 2009-10 be approved as proposed.

Mr. Partridge then referred Trustees to the following Reports that had been considered by the Committee and forwarded to the Board for information:

b) Brock University Pension Plan July 1, 2008 Actuarial Valuation

[An Information Item *TOPIC: Brock University Pension Plan July 1, 2008 Actuarial Valuation* dated April 16, 2009, together with Attachment 1: March 23, 2009 Brock University Pension Plan Introduction to Funding Valuations, had been posted with the meeting materials.]

c) External Audit Planning Report for the Year Ending April 30, 2009

[An Information Item *TOPIC: External Audit Planning Report for the year ending April 30, 2009* dated April 16, 2009, had been posted with the meeting materials.]

d) Insurance Review and Claims Report

[An Information Item *TOPIC: Insurance Review and Claims Report* dated April 16, 2009, together with Attachment 1: Brock University Insurance Premium Summary 2004-2009 and Attachment 2: Canadian Universities Reciprocal Insurance Exchange - Subscriber Premium and Loss History 1988-2006 as at September 30, 2008 for Brock University, had been posted with the meeting materials.]

e) Enterprise Risk Management

[An Information Item *TOPIC: Enterprise Risk Management* dated April 14, 2009, together with Attachment 1: Brock ERM Development Presentation and Attachment 2: Brock "Top 6" Principle Risks had been posted with the meeting materials.]

f) Ancillary, Administrative and Service Fees

[An Information Item *TOPIC: Ancillary, Administrative and Service Fees for 2009-10* dated April 16, 2009, together with Attachment 1: Brock University Fee Proposal 2009-10, Attachment 2: Recreation Services Membership, Program and Rental Fees 2009-10, and Attachment 3: Parking Permit and Visitor Rates 2009-10, had been posted with the meeting materials.]

g) 2008-09 Fiscal Forecast @ March 31, 2009

[An Information Item *TOPIC: 2008-09 Fiscal Forecast @ March 31, 2009* dated April 16, 2009,

together with Attachment 1: Brock University Operating Budget, had been posted with the meeting materials.]

h) 2009-10 Budget Development

[An Information Item *TOPIC: 2009-10 Budget Development* dated April 16, 2009 had been posted with the meeting materials together with Attachment 1: Communication from the President dated March 3, 2009 and Attachment 2: Communication from the President dated April 3, 2009.]

Mr. Pillar highlighted and expanded on several areas within the Report. A brief discussion ensued during which he and Dr. Lightstone addressed questions and comments from members.

i) Investment Committee Report

[An Information Item *TOPIC: Investment Committee Report* dated April 16, 2009 had been posted with the meeting materials, noting that an oral update would be provided to the Committee.]

j) Annual Debentures Credit Rating Update

[An Information Item *TOPIC: Annual Debentures Credit Rating Update* dated April 16, 2009, together with Attachment 1: DBRS Rating Report dated February 25, 2009, had been posted with the meeting materials.]

k) Acceptance of the Report

On a motion by Mr. Partridge, seconded by Mr. Suk and carried, it was

RESOLVED that the Report of the Financial Planning, Audit and Human Resources Committee as contained in the minutes of its meeting held on April 16, 2009 be accepted.

10. REPORT OF THE GOVERNANCE/NOMINATING COMMITTEE

[A Decision Item to the Board *TOPIC: Report of the Governance/Nominating Committee* dated February 26, 2009 had been posted with the meeting materials.]

Dr. Walker presented the Report of the Governance/Nominating Committee.

10.1 Proposed Amendments to Faculty Handbook I: 8.3.1: Appointment/Reappointment of Deans

Dr. Walker reviewed the rationale for the proposed recommendation as outlined in the Report.

On a motion by Dr. Walker, seconded by Ms. Black and carried, it was

RESOLVED that Faculty Handbook I: 8.3.1 regarding the Term of Office for a Dean under the Appointment/Reappointment procedures be amended as proposed.

10.2 Notice of Motion to Amend the General Bylaws of the Board of Trustees

Pursuant to Article 22 of the General Bylaws of the Board of Trustees, and as outlined in the Report, a notice of motion was given to amend Article 43 (Conflict of Interest) of the Bylaws. The

motion would be presented to the Board for consideration at its next meeting on June 25, 2009.

10.3 2009 Board Member Self-Assessment Survey

Dr. Walker noted that the 2009 Board Member Self-Assessment would be available on-line starting tomorrow. Passwords had been distributed, in confidence, to members at the outset of the meeting. Trustees were requested to complete the on-line survey by May 18, 2009.

10.4 Acceptance of the Report

On a motion by Dr. Walker, seconded by Dr. Boldt and carried, it was

RESOLVED that the Report of the Governance/Nominating Committee as contained in its report dated April 30, 2009, be accepted.

11. **REPORT OF THE PRESIDENT AND VICE-CHANCELLOR**

[The President's Report dated April 20, 2009 and "Key Messages for Use of Trustees" dated April 13, 2009 had been posted with the meeting materials.]

Dr. Lightstone referred Trustees to his written Report. He thanked Mr. Howes and Mr. Robertson for serving on the Advisory Committee for the Search for the Provost and Vice-President, Academic.

The President noted that during the December meeting of the Board, student Christine Rougoor, whose artwork was being presented as a gift to Trustees, was unable to be in attendance due to an accident. Dr. Lightstone had since met with Ms. Rougoor and thanked her, on behalf of the Board, for the gift. The Chair of the Board had also forwarded a note of thanks. Dr. Lightstone was pleased to note that Ms. Rougoor had recently and generously donated the series of eight original prints titled "View from the Tower" which will be displayed in the University.

Acknowledging the reception held in honour of Dr. Terry Boak prior to the Board meeting, Dr. Lightstone recognized Dr. Boak for his dedication and commitment to the University.

On a motion by Dr. Lightstone, seconded by the Board of Trustees and unanimously carried, it was

RESOLVED that the Board of Trustees express its appreciation and thanks to Dr. Terry Boak for his 20 years of exemplary leadership, commitment and dedication to the University as Provost and Vice-President, Academic, Acting President and Vice-Chancellor and Dean of the Faculty of Education.

The President then referred Trustees to the "Key Messages for Use of Trustees" that had been posted with the meeting materials and provided a brief introduction. A generative discussion ensued regarding the communication of key messages to various audiences. The President responded to questions and received feedback and comments from Trustees.

12. OTHER BUSINESS

12.1 Report Regarding Board Members Whose Terms Expire

[A Report to the Board from the Secretary regarding the names of elected members of the Board whose terms expire on June 30, 2009 had been posted with the meeting materials.]

Pursuant to the General Bylaws of the Board of Trustees, a Report containing the names of elected members of the Board whose terms expire on June 30, 2009 had been distributed for information. Mr. Farrell noted that many of the lay members are eligible for election for a further term and that a slate of nominations to fill vacancies on the Board would be circulated prior to the Annual Board Meeting scheduled for June 25, 2009.

At the invitation of the Chair, student Trustee Mr. Sohail Mall, whose term would expire in June, expressed appreciation to Trustees for the wonderful experience of serving on the Board.

13. ADJOURNMENT

The meeting adjourned at 5:40 p.m. and was followed by a dinner in Alphie's.

Michael Farrell, Secretary

David Howes, Chair