

UNIVERSITY OF KING'S COLLEGE

MINUTES OF THE BOARD OF GOVERNORS

The University of King's College Board of Governors met in the Boardroom of the University on Thursday, December 6, 2018, at 12:30 P.M.

PRESENT: Ms. Lindsay CAMERON WILSON (Alumni Association Representative), The Most Rev. Ronald CUTLER, Dr. Gwendolyn DAVIES, Dr. Sue Dodd (Faculty Representative), Dr. Chris ELSON (Faculty Representative), Dr. Dorota GLOWACKA (Faculty Representative), Mx. Jennifer GRAY (Secretary), Professor William LAHEY (President), Ms. Alex McCANN, Professor Peter O'BRIEN (Vice-President), Mr. Chris PEARSE (King's Students' Union Representative), Mr. Douglas RUCK (Chair), Mr. Paul THOMSON (Alumni Association Representative), Mx. Lianne XIAO (KSU President)

Attending by teleconference: Ms. Rosalie COURAGE, Mr. Ben KATES (Alumni Association Representative), Dr. Laurelle LeVERT (Diocese of NS and PEI)

REGRETS: Ms. Katrina BEACH (Treasurer), Mr. Bernard DOUCET, The Rt. Rev. David EDWARDS (Diocese of Fredericton), Mr. Tom EISENHAUER, Ms. Jennifer LAURETTE (Alumni Association President), The Hon. Kevin LYNCH (Chancellor), Supt. Don MacLEAN, Ms. Catherine MARTIN, Ms. Stephanie McGRATH, Professor Sue NEWHOOK (Faculty Representative), Ms. Julia-Simone RUTGERS (King's Students' Union Representative), Mr. Hugh WRIGHT (Vice-Chair).

BY INVITATION: Ms. Adriane ABBOTT (Advancement Director), Ms. Julie GREEN (Registrar), Ms. Katie MERWIN (Dean of Students), Ms. Bonnie SANDS (Bursar)

STAFF: Mx. Janet HATHAWAY (minutes)

At 12:43 p.m., the Chair called the meeting to order.

(2018:40) PRAYER

Rev. Cutler read the College Prayer.

(2018:41) NECROLOGY

The Secretary read the Necrology. A moment of silence was observed and remembrances offered.

The Chair noted that this is the date of two sombre anniversaries: the 1989 murder of 13 female students and a female administrator at l'École Polytechnique de Montréal because of their gender, and the Halifax explosion in 1917.

(2018:42) CONSENT AGENDA

A Consent Agenda addressing the following matters was circulated:

- a) Approval of the Minutes of the meeting of September 27, 2018

- b) Alumni Report – no report this time
- c) Advancement Office Report
- d) Advancement Committee Report
- e) Amendment to Smoking Policy to Confirm Applicability to Cannabis

MOTION: (Gray/Davies) that the Consent Agenda be approved. **CARRIED.**

At 12:53 p.m., Dr. Elson arrived.

The Chair moved Item #5 (Blessing of the Renovated Boardroom by Indigenous Student Centre Elder Geri Musqua-Leblanc) and Item #6 (a) (Sexual Violence Awareness Prevention and Response Policy) to later in the Agenda.

(2018:43) BUSINESS ITEMS

b) COST REDUCTION PROCESS UPDATE

- i) Distributed materials on College’s financial situation**
- ii) Actions taken or in progress**
- iii) Condition attached to Board motions approving a three-year plan for use of internally restricted funds and application of reserve funds to 2018-2019 operating budget**

The President noted that last June, the Board passed two motions relating to the use of reserve funds over the next three years in itemized categories of expenditure that were closely related to objectives on enrolment. Both motions had multiple conditions attached. The relevant condition for this meeting was that the President would come to this meeting with a cost-reduction plan. He indicated that he was requesting that the timeline for the cost reduction plan be extended from today until the Board’s meeting in March.

The President noted that there are currently three activities underway: first, conversations with all university presidents and the Province on funding levels, and conversations between the Province and King’s; the second one on enrolment and occupancy; the third one on the Dalhousie/King’s discussion. By extending the timeline for tabling the cost-reduction plan, that plan will be able to include information from the unfolding of these three processes.

The President reported that the Budget Advisory Committee, in response to input from budget managers, has issued memorandums giving budget managers the first opportunity at budget reduction options. The Bursar and President are continuing to work on a global scale on opportunities that may not come from budget managers. The President reported that they have identified an objective/goal of \$500,000 in reductions. That amount was chosen because it was considered achievable and it was thought possible to reach this goal with minimal impairment to enrolment objectives. The President noted that the University cannot solve structural deficit by expenditure reduction alone and that a change is needed on the revenue side of the equation.

MOTION: (Lahey/O’Brien) that in recognizing the ongoing work of the President, the Bursar and the community in developing a cost reduction plan for the Board’s consideration, in accordance with budget-related motions passed at the Board’s meeting of June 21, 2018,

the Board agrees to extend the timeline for presentation of the cost reduction plan to the Board until March 2019. **CARRIED.**

At 12:57 p.m., the President left the meeting to greet Elder Geri Musqua-Leblanc.

(2018:44) BLESSING OF THE RENOVATED BOARDROOM BY INDIGENOUS STUDENT CENTRE ELDER GERI MUSQUA-LEBLANC

At 12:58 p.m., the President returned with Elder Geri Musqua-Leblanc from the Indigenous Student Centre and introduced her to the group. Elder Musqua-Leblanc had come to the meeting to perform a smudging ceremony to bless the renovated Boardroom.

She provided the Board background on the ceremony and explained that smudge contains tobacco, the first plant the Creator gave the people, and the medicine of gratefulness; sweet grass, also known as Mother Earth's hair, the medicine of kindness; cedar, the medicine of protection; and women's sage, the medicine of knowledge.

Elder Musqua-Leblanc performed the smudging ceremony, with several Board members participating.

The Chair noted that this was a significant moment for the Boardroom and the University and thanked Elder Musqua-Leblanc.

At 1:15 p.m., Lindsay Cameron Wilson arrived.

(2018:45) BUSINESS ITEMS (CONTINUED)

a) SEXUALIZED VIOLENCE AWARENESS, PREVENTION AND RESPONSE POLICY

The Vice-President noted that he included a statement in his report about the status of the Policy. The committee considered all the submissions made. The committee agreed on the final policy document and it was tabled and approved by Faculty at its meeting last week. The Policy is now being brought forward for approval by the Board.

MOTION: (O'Brien/Xiao) that the Board approve the Sexualized Violence Awareness, Prevention and Response Policy as presented in the circulated document with the understanding that the implementation process would commence immediately after approval and the Policy would be in place and activated by September 2019.

In discussion, Board members inquired about a budget for investigators. The Vice-President noted that this year's budget included a provision for the Policy and that stands until such time as there is a new budget. The implementation process would also consider the budgetary needs in terms of staffing and education. This would follow the usual process of budget provisioning in the University.

Board members asked for more details about how the implementation would take place. The Vice-President indicated the immediate vehicle would be the construction of a new committee, an implementation committee, which would consider the Sexualized Violence Prevention and Response Officer role and work out a timeline towards the implementation. Activities would take place largely in the spring term, with a

view toward activation no later than September 2019. If things were in place earlier, the Policy would be activated earlier.

The Vice-President thanked all of those on the committee, which included a large contingent of students, and the Dean of Students, as well as Faculty representatives, most recently Dr. Kathryn Morris, and staff representative Trish Miles.

Board members asked whether there were provisions for review of the Policy on a regular basis. The Vice-President noted that the University is mandated by the MOU for regular review, and the Policy specifies a review in the first year and requires review on a regular basis at least every two years after that.

CARRIED.

The Vice-President also thanked Dr. Laurelle LeVert, the Board representative, for her work on the Committee.

The Dean of Students left the meeting at 1:30 p.m.

c) TRI-BAYS RESTORATION PROJECT – READINESS TO PROCEED IN 2019

The President indicated that he wanted to give the Tri-Bays restoration project particular attention so the Board is up to date with what the University is doing on this project and the restoration and renovation of the campus in general.

There had been consultations with the University community. He noted as previously reported, this project was a restoration rather than renovation because the University is maintaining the original architectural design, two single rooms joined by a door. Students have voiced support to maintain that approach. The cost is reduced by this approach – in the range of \$2.7 million.

The Tri-Bays project is deeply linked to an anticipated renovation of Alexandra Hall that would make it more accessible. Halifax Regional Municipality (HRM) would not approve the Tri-Bays unless King's was prepared to say the University will be making another residence fully accessible. The President also noted that there is province wide accessibility legislation. This will require more rooms to be accessible than are now available at King's. The President noted that accessibility of residences is a large part of wanting to be a more diverse and accessible university.

The President reported that Facilities Director Alex Doyle had developed a plan to do the work in four months, from April to August. That plan is being evaluated by the Armour Group, where Scott McCrea, a friend of King's, is having his staff look at it to determine how feasible it is to do that work in that period.

The President noted that he is in discussions with the Province about a contribution to the project.

He also reported that Mr. Doyle wishes to retire on March 31, 2019. The University is seeking external advice about the best way to do this project in 2019 – perhaps replacing the Facilities Director with someone with skill sets for managing construction projects, or hiring an external person to oversee the project.

The President concluded by noting that there was a need to decide in the next couple of months whether to proceed in 2019. If so, King's needs to start the tendering process in mid- to late January because companies

need lead time to line up materials to hit the ground running on April 1. There will also need to be a contingency plan in case the construction does not end by August 31.

d) AMENDMENT TO SIPG (STATEMENT OF INVESTMENT POLICY AND GOALS) TO CHANGE ASSET MIX AS A RESULT OF ADDING ALTERNATIVE INVESTMENT MANAGER

The Bursar presented the changes to the SIPG as noted in the Board package.

Board members inquired about investment in Canadian versus non-Canadian common stocks and the President advised that the size of the Canadian market and rate of return are limited. The revisions to the policy are designed to allow managers sufficient latitude to make the best decisions in managing the portfolio.

MOTION: (Davies/Thomson) that the Board approve the Statement of Investment Policy and Goals as amended. **CARRIED.**

e) CHANGES TO THE KING'S GREEN BOOK

The Vice-President advised that the "Green Book" is the policy book that governs King's academic programs: Foundation Year, Journalism and the three upper year programs.

The amendments have to do with the shift away from an individual joint council for each of these upper year programs, composed of equal numbers of faculty from Dalhousie and King's. This was necessary at the inception of those programs as they were initially conceived as falling under the umbrella of the Dalhousie Faculty of Arts and Social Science (FASS). This model has been replaced by a single advisory council that includes the Directors, the Associate Dean Academic of FASS and the Associate Dean Academic of the Faculty of Science at Dalhousie and another representative from Dalhousie who sit on that council. It is advisory in nature and helps the Directors.

MOTION: (O'Brien/Glowacka) that the Board approve the proposed changes to the Green Book. **CARRIED.**

(2018:46) CHAIR'S REPORT

The Chair noted a number of challenges and opportunities with the University and spoke specifically on Board governance. He indicated that in January he would have a meeting of Committee Chairs as a first step to move towards improving how committees work together.

The Chair then spoke on the Board's responsibility for shared governance and indicated he would raise the issue periodically.

The Chair also noted that he recently struck an ad hoc committee to begin to put things in place relating expiry of the President's term, consisting of the Chair, Hugh Wright and Dale Godsoe.

The Chair reported that he and the President have been very busy with visiting government officials and getting the name of King's out to the broader community.

(2018:47) PRESIDENT'S REPORT

The President reviewed highlights from his written report:

Over the last six months, participation in campus life has continued to be a priority.

Work on the level of funding the University receives from the Province, resolution of the Dalhousie dialogue, etc. – that work takes a large proportion of time. That said, he noted that people are interested in what things are happening at King's – conversations have not all been about funding.

The other category of work is work on new initiatives: the Prince Scholarship, the partnership with the Faculty of Law at the University of Calgary, and others. The President noted the efforts of the Advancement Director, the Vice-President, and the Registrar in that regard.

The President spoke of sustaining relationships with government and building relationships with the African Nova Scotian and Mi'kmaq communities. Stronger relationships with these two communities are required.

The President noted that work on cost reduction has taken a large amount of time. The amount of work the Bursar has done in supporting the conversations going on relating to cost reduction and meetings with the Province have been critically important. The Bursar noted that the President must be given a lot of credit for his efforts as well.

The President noted that there was a holiday reception this evening in the Lodge at 6:30 p.m. and he would like to see as many Board members there as possible.

The President indicated his enthusiasm about the Prince Scholarship and the new Wright scholarship, a substantial renewable scholarship. He indicated that he was confident that with the help of the Advancement Director that the University will soon have a major donation to establish a substantial number of renewable scholarships.

Board members asked about the Public Humanities scholarships. The President noted that with the assistance of the Chancellor, there was an indication last March that there would be Public Humanities fellowships for some students doing that certificate program - funding for summer employment. There was some uncertainty about whether BMO would proceed, but he was confident they will. Board members also asked what the timeline was for the Public Humanities program and whether there would need to be specific classes designated as a minor. The President reported that ideally, the fellowships would be integrated with the certificate program. The Vice-President indicated that the University is looking at fall 2019 as a timeline for kicking off the certificate.

Board members asked some questions about governance, specifically, communication between the Investment Committee and the Board and the roll of the ad hoc committee for the President's position. The President noted that while the Chair of the Investment Committee is not on the Board, several members of that committee are and can speak to questions arising from Board members. The Chair noted that the role of the ad hoc committee was foundational only and just "to get the ball rolling" on conversation about the expiry of the President's term.

Board members inquired as to whether there is a University policy that requires bequests to go to endowments. The Advancement Director noted there was no such policy. The University follows the directions and wishes of the person who left the bequest.

In response to questions about a possibility of a conference stemming from the scholarly inquiry into slavery, the President reported that he and the Chair met with the Hon. Tony Ince, Minister of African Nova Scotian Affairs, and Wayn Hamilton, of the Office of African Nova Scotian Affairs. They were impressed with what King's is doing and admired the emphasis on scholarly inquiry as a way to deal with these issues. They had good advice for the University. They see this as an issue that Nova Scotia has to deal with. If King's sponsored a conference, the departure point might be the King's story, but the conference might be broader in geographic scope. The Province might be interested in partnering with King's on such a conference. The Minister asked for a proposal in that regard.

Dr. Glowacka pointed Board members to the King's website, which has an extensive amount of information about the Scholarly Inquiry into Slavery.

The Advancement Director clarified that while the University does not have a policy on bequests that come in, King's has always treated undeclared bequests as unrestricted funds. They have usually been in the range of \$5,000 to \$10,000. Larger bequests, such as the Petersen Endowment for the Archives, usually come in with restrictions.

(2018:48) KING'S STUDENTS' UNION REPORT

The King's Students' Union (KSU) President said they had not prepared a written report, so they gave an oral report on recent activities, including the following:

- KSU members attended a roundtable with the Minister of Education to discuss the MOU;
- KSU hosted a panel on sexualized violence and the law in the Wardroom that was well attended; and
- KSU members attended an action on Divest Dal.

In respect of the MOU, the KSU President reported that students are asking the Province to legislate tuition fees for the next five years. The MOU will govern tuition fees. Students are interested in talking about the MOU. Students emailed every MLA in the Province to ask how much they are asking for. They raised concerns about the closed door nature of the MOU conversations.

(2018:49) VICE-PRESIDENT'S REPORT

The Vice-President mentioned highlights from his written report. He noted that by far, the most significant of those was the Sexualized Violence Policy. He noted that he has been working as the committee chair of Scholarships and Bursaries, and had also done school visits.

(2018:50) BURSAR'S REPORT

a) 2018-2019 financial update

The Bursar gave a quick financial update, noting there was an improvement by \$329,000 in the third quarter; there are 83 more bodies over budget. There has been great improvement in upper-year retention.

(2018:51) REGISTRAR'S REPORT

The Registrar noted she has circulated the the December 1 report on recruitment. There is increased and improved athletic cooperation and live-stream of events and webinars. Collaboration with Dalhousie has increased this fall and will increase this winter. Applications are relatively stable, and comparing this date today with last year, numbers are up five, although it is only six weeks into the admission cycle. The Registrar noted the support of the Board and the President at sustained recruitment efforts.

Board members asked what activities were undertaken now that King's has not undertaken historically. The Registrar noted that she has a full time recruitment officer in Ontario, which has helped. Engagement of alumni continues.

Board members asked if recruiting efforts targeted Rothesay Netherwood School. The Registrar noted that King's works with them and has one applicant from the school thus far this year.

(2018:52) GOVERNANCE, HUMAN RESOURCES AND NOMINATING COMMITTEE REPORT

The Secretary, as Chair of the Governance, Human Resources and Nominating Committee reported that there are a number of chairs they are in the process of recruiting for: Ms. McCann is stepping down from the Campus Planning Committee, and Peter Conrod from the Investment Committee.

As the Committee did not have a quorum for its last meeting, the review of the nominating process was still underway.

(2018:53) PRESIDENT'S PERSONNEL RECOMMENDATIONS

The President put forward his personnel recommendations.

MOTION: (Davies/Courage) that the Board approve the appointments and reappointments as presented. **CARRIED.**

(2018:54) OTHER BUSINESS

There was no further business.

(2018:55) IN CAMERA DISCUSSION

MOTION: (Gray/Ruck) that the Board of Governors enter an *in camera* discussion. **CARRIED.**

The meeting moved to an in camera discussion at 2:54 p.m.

MOTION: (Gray/Ruck) that the Board of Governors move out of the *in camera* discussion. **CARRIED.**

The meeting of the Board of Governors as adjourned at 3:16 p.m.

Respectfully submitted,

Douglas Ruck

Jennifer Gray