

**UNIVERSITY OF KING'S COLLEGE**

**MINUTES OF THE BOARD OF GOVERNORS**

The Board of Governors of the University of King's College met in the Boardroom of the University on March 23, 2017, at 1:00 p.m.

PRESENT: Mr. Andrew BLACK, Dr. Stephen BOOS, Ms. Jonna BREWER, Ms. Lindsay CAMERON WILSON, Ms. Chère CHAPMAN, The Right Rev. Ronald CUTLER, Dr. Elizabeth EDWARDS, Dr. Christopher ELSON, Ms. Dale GODSOE (Chair), Ms. Jennifer GRAY (Secretary), Ms. Julie GREEN (Registrar), Professor Kim KIERANS (Vice-President), Professor William LAHEY (President), Dr. Laurelle LeVERT, Ms. Alexandra McCANN, Mr. Brennan McCracken (KSU President), Ms. Aidan MCNALLY (former KSU President), Ms. Bonnie SANDS (Bursar), Ms. Julia-Simone (JS) RUTGERS (KSU Representative), Professor Fred VALLANCE-JONES, Mr. Daniel WHITTEN (KSU Representative)

Attending by teleconference: Ms. Katrina BEACH (Treasurer), Dr. Gwendolyn DAVIES, Mr. Tom EISENHAUER

OBSERVERS: Mr. Michael BENNETT (UKCTA)

REGRETS: Ms. Adriane ABBOTT (Director of Advancement), Mr. Bernard DOUCET, The Right Rev. David EDWARDS, Mr. Peter JELLEY, The Hon. Kevin LYNCH, Supt. Don MacLEAN, Ms. Catherine Anne MARTIN, Ms. Mary MARTIN, Mr. Paul THOMSON, Mr. Hugh WRIGHT (Vice-Chair)

STAFF: Ms. Janet HATHAWAY (minutes)

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**(2017:03) PRAYER**

The Right Rev. Ronald Cutler read the College Prayer.

**(2017:04) NECROLOGY**

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

**(2017:05) CONSENT AGENDA**

The Chair circulated a Consent Agenda addressing the following matters:

- a) Approval of Minutes from December 1, 2016, and February 2, 2017;
- b) Alumni Report;
- c) Advancement Director's Report;
- d) Advancement Committee Report; and
- e) Campus Planning Committee Report.

**MOTION:** (McCann/Brewer) that the Consent Agenda be approved as circulated. **CARRIED.**

**(2017:06) BUSINESS/DECISION ITEMS**

**a) 2017-2018 BUDGET MATTERS**

**i. Special Budget Input Meeting of Finance, Audit & Risk Committee (Summary of 5 Outcomes)**

On January 12, 2017 a special meeting of the Finance, Audit & Risk Committee (the “Finance Committee”) was held to discuss five significant budgetary issues. The Bursar reported on each issue discussed:

1. Multi-year budgetary plan

The Finance Committee endorsed a multi-year approach because it is not feasible to try to balance the budget in 2017-2018. At this time, the objective is a meaningfully lower deficit and measures that will contribute to achieving a sustainable balanced budget over the next few years.

2. Tolerance for taking on debt

The Bursar discussed the University’s tolerance for taking on additional debt: to fund operating deficits while measures are being taken to make a return to balanced budgets possible. If this is the plan, the University must focus on presenting a credible lending plan to financial institutions.

The Bursar discussed the expectations lending institutions would have for King’s. The Bursar has had discussions with bankers about the University taking on further debt, and said banks are more willing to lend for capital purposes than for eliminating debt. She is working on a credible three-year budget plan with Grant Thornton which they will present to lending institutions.

The Bursar said it is a multi-year budgetary plan because it will take a number of years for the budget to become balanced and maintained. The University wants to have a meaningfully lower deficit for 2017-2018. The Committee endorsed a multi-year plan to bring the budget into balance.

The University has \$2 million in reserve but it would not be strategic to use this simply to cover or reduce operating deficits in the short term. Instead, it should be used to fund strategic investments that will either increase revenue or reduce or avoid operating costs.

3. Capital spending in 2017-2018

The University wants to start capital work in May so it will be completed before students return in the fall. The capital work will need to be financed. The Bursar noted work must be done on soffits and gutters and on Chapel windows, to prevent further water damage occurring. In addition, Alexandra Hall’s exterior stairs are not up to code, and the chimneys of Chapel Bay and Middle Bay must be renovated or removed to prevent water damage.

Regarding the energy efficiency project for which Siemens did an energy audit two years ago, the price of the necessary work has increased since then. There will be savings of about \$176,000 per year if the work is done. The Bursar is looking at financing options for that work and has determined that at the current bank rate (2.1%) the energy savings would more than cover the debt servicing costs.

4. Use of reserve funds

The President noted that there are different opinions as to the condition of the TriBays. Generally, all need to be modernized and renovated. However, prior to any renovations, it is important to sort through the views of the community before launching into any major construction projects. Consideration will also need to be given to future occupancy of the bays and whether all will be renovated at once or over time.

Up to \$300,000 is proposed to be spent from the reserve funds in the coming year to develop a plan for Tri-bay renovations and for proceeding on other priorities identified by the Campus Planning Committee. This work will be carried out with a view to getting the TriBays and Cochrane Bay renovated in the next five years.

There will be a balance of \$2.1 million in the reserve funds as of March 31, 2017. The following possible uses of the reserve funds to return the University to a sustainable financial position were discussed at the Finance Committee:

- Allocating up to \$220,000 to enhance recruitment efforts; the Registrar and Advancement are looking into this;
- Up to \$300,000 may be set aside for planning for residence and other renovations in 2019-2020;
- Up to \$50,000 may be used to plan for a major gifts campaign;
- \$500,000 will be reserved to fund an enhanced voluntary retirement program for faculty members eligible to retire by July 1, 2018;
- \$50,000 was proposed to go into an academic enrichment fund but the Finance Committee thought such an item should be a regular budget item.

The Board discussed the proposal regarding residence renovations and the funding of deferred maintenance.

The Bursar spoke of the use of the possible application of reserve funds to the deficit. While the Board did approve the application of funds to this year's deficit, if necessary, in a subsequent meeting it was decided by the Board that it was not the best use of the reserve funds. She noted that last year, the Board decided to use reserve funds for an enhanced website and for increased activities in the area of recruitment.

The Bursar advised that recommendations would be brought to the Board in June for final approval.

#### 5. Enhanced voluntary retirement program (EVRP)

The proposed program would be considered a phased-in retirement for up to 10 faculty members who would be eligible for full pension under the Public Service Superannuation Plan by June 30, 2018. The cost to the University would be in the first year of the program, during which a faculty member would work half time while being paid full salary. The University would typically hire other instructors to teach the faculty member's remaining 50% load.

The President stated that the EVRP is about academic renewal more than about saving money.

Finally, the President noted that the Finance Committee meeting this past January was very helpful to the budget process.

#### **ii. Roles and Responsibilities Document**

The President referred to the Roles and Responsibilities document that relates to the budget development process, which is a work in progress. He is looking for suggestions to improve it. The President and the Bursar worked on the document with input from the Vice-President and the Advancement Director. Questions were raised about the consultation timeline for the budget process in respect of students, as March is often the busiest time for students.

#### **iii. Capital Budget**

The Bursar sought approval for the capital budget for this year.

**MOTION:** (Gray/McCann) be it resolved that the Board of Governors hereby approves the 2017-2018 Capital Budget as follows:

1. Energy Efficiency Project: \$1,375,000 to be financed with bank debt which will be offset by energy savings.
2. Other Capital Projects: up to \$660,000 to be financed with bank debt for the following projects:
  - a. Chapel cupola, gutter and soffit rebuild, window repairs/painting;
  - b. Alexandra Hall east end wall repointing and window restoration;
  - c. Alexandra Hall east end exterior stairs removal and replacement; and
  - d. Radical and Middle Bays chimney removal or rebuild.

**CARRIED.**

#### **iv. Enhanced Voluntary Retirement Program (EVRP) - Allocation of Reserve Funds**

The Bursar described the Enhanced Voluntary Retirement Program and asked for a motion to fund it from reserve funds.

In discussion, the Bursar was asked when the program would end. The Bursar indicated that for each participating faculty member, the program could start July 1, 2017, or July 1, 2018, and it would end after the first year's cost of covering 50% of the salary of the faculty member involved.

The Bursar was also asked if there were a sense of the number of faculty members expressing interest in the program. The Bursar said six of 10 eligible faculty members attended an information session.

**MOTION:** (Kierans/Cutler) be it resolved that the Board of Governors hereby approves the allocation of up to \$500,000 from the invested operating funds to finance an Enhanced Voluntary Retirement Program (EVRP). Unused funds will be released at the conclusion of the program. **CARRIED.**

#### **b) SESSIONAL APPOINTMENTS**

The Vice-President thanked the people who helped prepare the document on sessional appointments: faculty committees, the senior administrative team, the President, the Planning and Priorities Committee, and others. She said the document describes how the University ended up having sessional long-term appointments for so many years: people teaching at the Assistant Professor level for many years in well-enrolled programs. She also noted the innovative contributions of these faculty.

There are three positions coming up for consideration in July 2018, one in 2019, and one in 2020. The Vice-President stated that the Faculty Planning and Priorities Committee wrote to the previous President last year recommending conversion of four appointments into tenure track appointments. On March 3, the President wrote to the Planning and Priorities Committee to ask for advice on a fifth position currently held by a long-term sessional appointee.

Benefits to converting the positions would include: creating strong core and elective teaching and stable faculty that will allow for long term planning and full participation in administration and committee work. These positions are already accounted for in the operating budget.

The President noted that this is a measure that is critically important in the University's long-term objective of restoring recruitment and retention of students. He also noted that the Board is not approving the hiring of individuals to fill these positions, but authorizing his approval of the conversion of these positions to tenure track appointments. Each of the academic programmes will decide whether they will hold a

competition or use the Board approved Sole Candidate Process to fill the position.

**MOTION:** (Kierans /Edwards) be it resolved that the Board authorize the President to approve the conversion of the sessional positions held by Professors Sarah Clift, Laura Penny, David Swick, Terra Tailleir, and Jannette Vusich into tenure track appointments. **CARRIED.**

**c) UNIVERSITY OF KING'S COLLEGE TEACHERS' ASSOCIATION (UKCTA) COLLECTIVE AGREEMENT**

Mr. Bennett, the UKCTA observer, recused himself.

Mr. Bob Mann, the negotiator for the University, joined the meeting.

**MOTION:** (Gray/Edwards) that the meeting enter an *in camera* discussion. **CARRIED.**

*The meeting moved to in camera discussion.*

**MOTION:** (Black/Edwards) that the meeting move out of the *in camera* discussion. **CARRIED.**

Mr. Bennett rejoined the meeting. When the Chair offered him the opportunity to speak, he thanked the negotiating team for a positive and professional experience.

**MOTION:** (Kierans/Black) that the Board approve the collective agreement between the Board of Governors and the University of King's College Teachers' Association effective July 1, 2016-June 30, 2019. **CARRIED.**

**d) RECORDS MANAGEMENT POLICY**

The Vice-President circulated the draft records management policy that has been taken to the Board Executive. She noted that once the policy is in place, work on implementing records management procedures will begin. The Vice-President said she is indebted to University Librarian, Jennifer Adams, who will lead the continuation of the records management process.

Concern was raised that the policy does not address the duty to document. The Vice-President said that the next step would be to inventory the records generated by all offices, then to develop a records schedule, which will be authorized and approved by the Vice-President, the Bursar and the University Librarian. After that, the activities will begin.

**MOTION:** (Kierans/LeVert) that the Board approve the Records Management policy. **CARRIED.**

**(2017:07) CHAIR'S REPORT**

The Chair summarized her recent activities since the last report (including participation in the March 1 Community Forum). She also suggested that the AGM be moved to September 28.

**MOTION:** (Godsoe/Cutler) that the annual general meeting be moved to September 28, 2017. **CARRIED.**

**(2017:08) PRESIDENT'S REPORT**

The President referred to his written report, and noted several issues. He indicated that Supt. MacLean and Stephen Boos, who sit on the Governance & Human Resources Committee, have been tasked to work with

the President on the President's mandate. The President hopes that approval of a multi-year President's mandate will take place at the June meeting of the Board.

The President said it was helpful to have students attend the Board's Community Forum that was held on March 1, saying the students asked pointed and valuable questions. The President thanked the students, as well as the chairs of various committees who came and participated in the discussion. He said the meeting was worthwhile.

The President commented on the budget town hall session that he and the Bursar held on March 21, saying it was a significant event even though there were not many participants due to the time of day. There was a useful discussion on how the budget is structured. The President thanked the Bursar for her work.

The President mentioned Dalhousie-related matters:

- The President has been seeking an answer on the endowment management issue, which he has been advised would come by the end of April.
- There is a meeting scheduled with Ian Nason, Dalhousie's Vice-President, Finance & Administration, and Susan Robertson, Assistant Vice-President, Financial Services, about the overall financial arrangement between King's and Dalhousie.
- Dalhousie's Faculty of Arts and Social Sciences (FASS) has done a lot of work in experiential learning in the past 10 months and are enthusiastic about more collaboration with King's in that regard. The FASS website on Experiential Learning has profiled many King's students.
- Finally, the President anticipates positive developments in the area of mental health initiatives, in part due to King's relationship with Dalhousie.

The President mentioned a recent article in Maclean's magazine on the "Maple League": four universities – Acadia, Bishops, Mount Allison, and St. Francis Xavier – that have joined forces to raise their profile. The President noted that the University should find a way to take advantage of its close relationship to Dalhousie and to make it better known to the world. Thus far, reaction from Dalhousie has been encouraging.

#### **(2017:09)      KING'S STUDENTS' UNION REPORT**

King's Students' Union (KSU) President Brennan McCracken gave his first KSU report to the Board. KSU elections were held February 28, and the new Executive members in addition to himself are Lianne Xiao, Vice-President Student Life; Zoë Brimacombe, Vice-President Financial; Marie Dolcetti-Koros, Vice-President External; and Cassie Hayward, Vice-President Communications. Julia Simone-Rutgers and Daniel Whitten are the new KSU representatives to the Board of Governors.

Both referendum questions were passed: the KSU dues increase, and the creation of a new Dalhousie Bike Centre levy.

King's students went to Ottawa in February to participate in the Canadian Federation of Students' national lobby week and met with Senators and Members of Parliament from Nova Scotia. They urged the elimination of tuition fees for all students, fulfilling Indigenous peoples' right to education through the Post-Secondary Student Support Program (PSSSP), and increasing graduate student funding.

Students met with Prime Minister Justin Trudeau about his government's promise to invest \$50 million in the PSSSP, which had not been fulfilled, although yesterday's federal budget allocated \$90 million, but that is not sufficient to allow 10,000 indigenous students to attend post-secondary institutions, the KSU will continue to put pressure on the federal government.

They will also lobby for sexual assault policies in all post-secondary institutions in the province, and health

services for new international students.

Mr. Whitten said students are continuing to pressure for elimination of student fees. He attended Dalhousie's Budget Advisory Committee meeting and voiced concerns on Dalhousie's 3% tuition increase, which directly affect King's students.

Ms. Rutgers said that on March 1, students attended the Board of Governors' Community Forum for all members of the King's community to discuss the Board's role and work in the governance and administration of King's. She noted that students want increased transparency, and that the session, while helpful, does not satisfy the student's request for open Board meetings. She spoke of the University's investments in fossil fuels, the composition of the Investment Committee, and students' desire that the Board take a more active role in lobbying the provincial government for increased funding.

Ms. Rutgers said that the KSU is holding a panel discussion on March 29 on how to support survivors of sexualized and gender-based violence.

Mr. Whitten reported that both KSU-owned businesses celebrated birthdays recently. The Wardroom, which celebrated its 38<sup>th</sup> year on March 4, supports local businesses, serving Nova Scotia spirits and microbrewery products. The Galley celebrated its fourth birthday on February 17.

Mr. McCracken said that King's Orientation Week is one of the last student-run orientation weeks in the country. Hannah Sparwasser-Soroka and Gina Grattan have been hired as Orientation Week Coordinators for 2017 and look forward to welcoming new students to the University in a fun and inclusive manner.

The Vice-President thanked Ms. McNally for all she has done and how she helped push forward matters in the Vice-President's portfolio. The Board acknowledged Ms. McNally.

#### **(2017:10)      REGISTRAR'S REPORT**

The Registrar reported that enrollment looks promising, up 10%, and deposits were increasing.

The Registrar referred to a recent article in *The Watch* about a lack of diversity at King's, and noted that she has had great conversations with the students mentioned in that article about what the University can do to increase diversity.

The Registrar reported that King's has had a drop in arts enrolment, but not as much as at Dalhousie. FYP Science and FYP Journalism enrolments are increasing. King's is offering more scholarships, over \$1.2 million (but not all of those will be awarded) at the time of admission, and is allowing students to apply for residence at the time they apply to the University.

The President said he had met with high school students over lunch at the recent March Break workshops held on campus. He has been going to schools and speaking to principals.

The Registrar said faculty members have been supporting an initiative of sending handwritten letters out to applicants. The timing of that was moved to earlier this year; in past years, it was done in May.

Board members asked if there were any geographic basis for the numbers indicating increasing regional awareness. The Registrar said the biggest increases have been in Ontario, and there were also increases in Nova Scotia in offers and acceptances. With respect to the United States, the Registrar noted that Canada may be seen as more welcoming to international students and that the University will focus on that in coming years. Prior focus has been on the United States, Philippines, and China.

The President noted that the Registrar deserves recognition for the encouraging progress that has been made in recruitment and retention. Her staff has been working hard on retention. Dalhousie's President is putting emphasis on retention within Dalhousie's strategic plan and it is important for King's to ensure there is awareness there of the progress King's is making. The Board acknowledged the contributions of the Registrar.

The President spoke of ways King's is being successful in some schools. He mentioned Royal St. George's College in Ontario, where the headmaster and guidance counsellor commended King's recruiter Scott Cooper, saying his was the best presentation from a university that they had seen in some time.

The President said the Budget Advisory Committee will be analysing the proposal to spend a comparable amount of money on recruitment and retention next year.

**(2017:11)      VICE-PRESIDENT'S REPORT**

The Vice-President said she would not make a presentation but was open to questions on her report. There were none.

**(2017:12)      BURSAR'S REPORT**

**a) 2016-17 FINANCIAL UPDATE**

The Bursar said the budget will come in close to the projected operating cash deficit this year. There was better student retention than anticipated after the fall term. There were 20 more beds occupied by students than expected. Journalism external teaching resources had \$100,000 in savings. There were additional savings of about \$80,000 in professional services fees, but pension transfer related overages resulted in an overall overage of \$192,000.

**b) PUBLIC SERVICE SUPERANNUATION PLAN (PSSP) PENSION TRANSFER UPDATE**

The Bursar said the pension transfer update was presented to the Executive, then was updated the following. Effective July 1, 2016, the Board approved the transfer of both King's pension plans to the PSSP, saving the University \$160,000/year in pension contributions.

In June 2016, the Province attempted to estimate what King's surplus would be on the transfer. However, the projections were revised for a number of reasons and market fluctuations. The Bursar said King's avoided market turmoil by selling pension assets the day before the Brexit referendum. She said King's will have a deficit on the transfer of \$270,000 that must be funded out of the 2016-2017 operating budget, creating a net negative impact to this year's budget of \$192,000.

**c) FOOD SERVICE REQUEST FOR PROPOSALS UPDATE**

The mandatory site visit on January 25 was attended by five companies, and all five submitted proposals. The Food Service Contract Renewal Committee is scoring and evaluating the proposals. Two proponents have made presentations. The right to negotiate a contract with King's will be awarded by March 31 and the new contract will be effective on July 1.

Board members asked about the possible social fallout of changing providers. The Bursar said a new company often hires existing staff. Part of the RFP process was the requirement to provide a staffing plan.

The President said that legally, the incumbent contractor cannot be given an advantage simply by being the incumbent. The Committee is considering who will be impacted by this and will focus on that in the

negotiation of the contract with the successful bidder.

**(2017:13)      PRESIDENT'S PERSONNEL RECOMMENDATIONS**

Mr. Bennett recused himself because he was to be discussed.

**MOTION:**      (Lahey/Keirans) that the Board approve the following personnel appointments and reappointments for the 2017-2018 academic year:

- Dr. Michael Bennett appointed to teach one-half credit, CTMP2203.03 Bio-Politics: Human Nature in Contemporary Thought in the Contemporary Studies Programme, winter term 2017-2018.
- Dr. Randall Brooks appointed Associate Fellow in the History of Science and Technology Programme for a one-year term, July 1, 2017-June 30, 2018.
- Dr. Richard Brown appointed to teach one-half credit, HSTC4301.03 The History of Neuroscience in the History of Science and Technology Programme, winter term, 2017- 2018; remuneration will be covered by Psychology and Neuroscience.
- Mr. Christopher Cohoon appointed to teach one-half credit, CTMP3104.03 The Rise of Nietzscheanism in the Contemporary Studies Programme, fall term 2017-2018.
- Dr. Susan Dodd appointed to teach one-half credit, CTMP2101.03 Apocalypse: The Revolutionary Transformation of Politics and Culture in the Contemporary Studies Programme, fall term 2017-2018.
- Dr. Eve Roberts appointed Associate Fellow in the History of Science and Technology Programme for a one-year term, July 1, 2017-June 30, 2018.

**CARRIED.**

**MOTION:**      (Lahey/Kierans) that the Board approve the following promotions:

- Prof. Dean Jobb to the rank of Professor effective July 1, 2017.
- Dr. Melanie Frappier to the rank of Associate Professor effective July 1, 2017.

**CARRIED.**

**(2017:14)      IN CAMERA**

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

*The meeting moved to an in camera discussion at 3:25 p.m.*

**MOTION:**      (Vallance-Jones/McCann) that the Board of Governors move out of the *in camera* discussion. **CARRIED.**

The meeting of the Board of Governors of the University of King's College adjourned at 3:45 p.m.

Respectfully submitted,

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Dale Godsoe, Chair

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Jennifer Gray, Secretary