

**UNIVERSITY OF KING'S COLLEGE**

**BOARD OF GOVERNORS**

**MEETING MINUTES**

The Board of Governors of the University of King's College met in the Boardroom of the University on Thursday, June 21, 2018, at 12:30 p.m.

PRESENT: Ms. Adriane ABBOTT (Advancement Director), Ms. Katrina BEACH (Treasurer), Dr. Stephen BOOS, Ms. Lindsay CAMERON WILSON, Ms. Chère CHAPMAN, The Right Rev. Ronald CUTLER, Dr. Gwendolyn DAVIES, Dr. Susan DODD, Dr. Dorota GLOWACKA, Ms. Dale GODSOE (Chair), Ms. Jennifer GRAY (Secretary), Ms. Julie GREEN (Registrar), Professor William LAHEY (President), Dr. Laurelle LeVERT, Ms. Alexandra McCANN, Ms. Stephanie McGRATH, Dr. Peter O'BRIEN (Vice-President), Mr. Chris PEARSE (KSU Representative), Mr. Douglas RUCK (incoming Board Chair), Ms. Bonnie SANDS (Bursar), Mr. Paul THOMSON, Ms. Lianne XIAO (KSU President)

Attending by teleconference:

Mr. Tom EISENHAUER, Ms. Catherine MARTIN, Ms. Julia-Simone RUTGERS (KSU Representative)

REGRETS: Dr. Michael BENNETT (UKCTA representative), Mr. Andrew BLACK, Mr. Bernard DOUCET, The Rt. Rev. David EDWARDS, Ms. Jen LAURETTE (Alumni Association President), The Hon. Kevin LYNCH (Chancellor), Supt. Don MacLEAN, Prof. Fred VALLANCE-JONES, Mr. Hugh WRIGHT (Vice-Chair)

STAFF: Ms. Janet HATHAWAY (minutes)

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The Chair called the meeting to order at 12:30 p.m.

**(2018: 14) COLLEGE PRAYER**

Mr. Ruck read the College prayer.

**(2018: 15) NECROLOGY**

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

The President commented on Judith Wright, who left a legacy of \$1 million to King's to be used for scholarships, which will benefit students long into the future. Board members commented on Nora Arnold Vincent.

**(2018: 16) CONSENT AGENDA**

A Consent Agenda addressing the following matters was circulated:

- a) Approval of Minutes of March 23, 2018
- b) Alumni Report

- c) Advancement Director's Report
- d) Facilities Management Update
- e) Conference Services Update
- f) Information Access and Privacy (IAP) Administrator's Annual Report 2017-18
- g) Equity Committee Annual Report 2017-18
- h) Equity Officer's Annual Report 2017-2018
- I) Accessibility Officer's Annual Report 2017-2018
- j) Academic Integrity Officer's Annual Report 2017-2018
- k) Registrar's Report

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

**(2018: 17) BUSINESS/DECISION ITEMS**

**a) 2018-2019 ENROLMENT, INCLUDING ANALYSIS AND EVALUATION OF RECRUITMENT IN 2017-2018**

The President indicated that there are encouraging results regarding enrolment. At the same time, the results were not quite what was hoped for. A stretch target of 210 students was identified.

The Rt. Rev. Cutler arrived at 12:35 p.m.

The President noted that the results are moving towards where the University had hoped to be in a three-year period, with 250 students. However, King's has come to the point in getting back to a sustainable budget where structural reductions are going to be necessary. The University now has a better sense of how realistic it might be to attain the 250 student goal number. The deficit is going in the wrong direction, at least this year, by a significant amount. Other options need to be considered.

The President also remarked that the Registrar was recently elected Vice-President of the Association of Registrars of the Universities and Colleges of Canada.

The Registrar took the floor and reported that there was a jump in retention rates, with a real collective and focussed effort on student services. Significant progress has been made in respect of recruitment of students from diverse backgrounds, which is in line with the President's mandate to increase diversity. Building relationships with students has been productive, with outreach in particular schools to students in earlier grades (i.e., Grade 11). The current projected number of first year students currently stands at 206.

Board members asked about the proportion of day students in that number and the Registrar indicated she would analyze the incoming class to determine that. Board members also inquired about the most successful channels leading to registration. The Registrar replied that getting students on campus for tours, formal meal, King's Theatrical Society performances, etc. were wonderful ways to highlight King's to prospective students.

At 12:48 pm, the Chair called for a quick break.

At 12:52 p.m., the KSU President and KSU Representative Pearse joined the meeting.

At 12:54 p.m., the Chair reconstituted the meeting.

The President stressed the importance of getting people on campus. He noted the alarming drop in Ontario students generally and an increase of Nova Scotia students coming to King's. The University is doing a lot

of work to make King's "present" to Nova Scotia students. The continued focus is on the schools with which King's currently has strong relationships, while paying close attention to diversity. The President noted that on September 1, 2017, King's was at 195/196 students. Being provisionally at 206 now, is a good result. He gave credit to the Registrar and her staff and the Advancement Director for their hard work. The President commented that everyone is contributing to the effort and helping enrich the quality of the students' experience, and making sure FYP students are forming the community FYP is meant to form.

Board members commented on the hard work of the Registrar's office. The Registrar said her office had tremendous support from Faculty, in particular the President and Vice-President.

#### **b) FINANCIAL STATEMENTS FOR 2017-18**

The Chair directed Board members to the resolutions in the Board meeting package.

Board members inquired about the University's fundamental financial problems and provincial awareness of the shifting landscape of students from Ontario and Nova Scotia.

The President noted that it is hard to say definitively what the government knows and does not know. There are several conversations going on: with all university presidents and the government (with each of the Premier and the Department of Labour and Advanced Education) and separately between King's and each of these branches.

The President noted that King's has communicated with the government about how enthusiastic the University is about Nova Scotia students coming to King's. On the larger question about the level of funding, universities are presenting a common front to government that the level of funding has been inadequate. It was significantly reduced seven years ago, and the 1% per year increase since then does not get King's back to where it should be. The underlying message is that the government cannot continue to count on the quality of a Nova Scotia education unless funding is provided.

The President commented that there has been a lot of work done at King's, and the University has been explicit with the Province about its financial situation, including providing analyses of the determinants of that situation, and all the things King's is doing to address the issues. The University has given the Province a list of things it has done to help improve its financial situation. The President indicated that he was confident the people in government are better informed than they had been previously.

The President further noted that there have been encouraging requests for further information and requests for more meetings. The Province has now paid for two nationally regarded experts to analyse King's financial relationship with Dalhousie, and both have concluded that King's is being charged too much. The Province of Nova Scotia needs to be a part of the solution to the problem King's and Dalhousie are in.

The Chair directed the discussion to the resolutions relating to the 2017-2018 audited financial statements.

At 1:11 pm, KSU Representative Rutgers joined the meeting by teleconference.

#### **i) Amended resolution regarding recognition of internally restricted funds - effective date**

The Treasurer noted this resolution was needed to add the effective date to tie in with the audited financial statements.

**MOTION:** (Beach/McCann) That paragraph 2 of the resolution passed by the Board on March 23, 2018 be as follows: “Be it resolved that, **effective April 1, 2017**, the Board hereby approves and recognizes two internally restricted funds, as follows”. **CARRIED.**

**ii) Draft Audited Financial Statements 2017-18**

The Treasurer noted that the University has met with the auditors, who provided King’s with a clean audit opinion. The Treasurer reminded Board members of previous discussions around King’s being “a going concern” in light of its challenges, but the University does not have a “going concern” disclosure in its financial statements. There does, however, remain the note around liquidity risk.

The Treasurer pointed to some highlights in the Statement of Financial Position:

- King’s is a \$63 million organization, so its asset position is \$63 million. That is not insignificant.
- King’s has \$43 million in investments, \$20 million in capital assets, buildings, infrastructure and residences.
- In net assets, the University has \$39 million.
- In the operating fund, there is a deficit, but it’s not all doom and gloom.
- Expenses are in excess of revenue for 2018, but there have been year-over-year improvements. The University is not quite there yet at avoiding things such as tuition increases, but it is getting there.
- Bankers believe in King’s enough to loan the University money after two years of deficiencies. The University has an ability now to make some of the changes needed in a timeframe that will allow it to make progress in the long run.

The Treasurer noted the two resolutions dealing with the financial statements, describing the first resolution as a “housekeeping item”.

**MOTION:** (Beach/Gray) That the Board hereby approves the actual withdrawal of \$195,000 from the Reserve Fund in fiscal year 2017-2018. This amount was included in the June 22, 2017, resolution whereby King’s was authorized to expend up to \$290,000 from the invested operating funds (reserve funds) to address the critical enrolment situation at King’s. **CARRIED.**

**MOTION:** (Beach/McCann) That the Board hereby approves the University of King’s College audited financial statements for the year ending March 31, 2018. **CARRIED.**

**iii) Management discussion & analysis (MD&A)**

The Treasurer noted that the MD&A was exceptionally well done and is meant to walk Board members through the audited financial statements.

The Chair moved the discussion into the 2018-19 Operating Budget and Schedules.

**c) 2018-2019 OPERATING BUDGET**

The President commented on the quality of the budget preparation process this year. Everything in the budget has been shared at multiple town hall meetings – King’s had three last year. Explicit numbers were shared at Faculty meetings. Ron Bond commented on how much information the Board meeting minutes

online convey about the University's financial situation. The Finance, Audit & Risk Committee met monthly throughout the academic year rather than just quarterly.

The President noted that he and the Bursar worked closely with the Finance, Audit & Risk Committee. The Budget Advisory Committee (BAC) played its part by looking at things from an operational and granular level, taking guidance from the President and Bursar and then addressing issues that had not been considered at a more strategic level.

The President thanked the Bursar for her work, and everyone on those two committees. He said the BAC met at least 16 times, and everyone had done their homework and read the materials.

The President noted that there are three parts to the operating budget for next year. First, the Bursar will walk through the numbers with a PowerPoint presentation. Second, is how King's is going to finance the deficit, given that the University is close to the end of its ability to go out and borrow more money. In large measure, the proposal is to apply monies from internally restricted funds to activities that line up with areas for which those funds were intended, to keep faith with the people who donated money for those restricted funds' purposes. Third, is a three-year framework for ongoing expenditures out of those internally restricted funds on strategic areas in the longer term (with some security that King's knows it has resources for those areas), such as recruitment of new students, things that benefit students and Faculty. That is what attracts people to King's, its Faculty and students.

The President reminded the Board of his mandate: a three- to four-year process of getting to a sustainable budget. The University is seeing improvement in enrolment and King's is getting a better understanding of what is involved.

The President noted that the underlying premise of the budget this year is that King's has come to the point where the University has to roll up its sleeves and talk about how it is going to reach that goal. A structural reduction in expenditure may be required. A condition of the resolutions on utilization of the internally restricted funds is that the President, Vice-President and Bursar this summer will identify areas of reduction to give the community an opportunity to start talking. At the December Board meeting, there will be a preliminary discussion of what the options might be: what options may be worked on more and what options might be implemented. That work will go on with awareness of the conversations that are going on with the Province and Dalhousie.

On the idea of pre-approval of expenditure of internally restricted funds in a three-year plan, the President made the point that it will allow King's to be more deliberate and more strategic about how the University uses those funds because King's will know in advance how it will use those funds. This will empower the University to make decisions on such things as student employment, with the knowledge that the Board has approved funding.

The President stated that there is no intention to circumvent any internal governance or administrative processes of the University that have jurisdiction over the things on which King's might spend money, such as Faculty, the Planning and Priorities Committee, or BAC. Expenditure is subject to the appropriate conversations having taken place in the University. It is not about circumventing the bodies that make decisions about new programs and expenditures.

The three topics of budget, financing the deficit and three-year framework for spending internally restricted funds have been unbundled so that Board members can support those that they wish to.

**i) Tuition, ancillary & auxiliary fee increases for 2018-19**

## ii) 2018-19 Operating Budget and Schedules

The Bursar delivered a detailed PowerPoint presentation on the on 2018-2019 operating budget. She noted the following:

- **There is projected to be a \$2.259 million cash deficit in the coming year.**
- **Revenue variance from 2017-18 is unfavourable to the extent of \$283,000.**
  - There are 72 fewer undergraduate students and fewer Dalhousie students taking journalism classes. This has a negative effect on tuition and fees. That is offset by some positive things: higher enrolment in graduate programs; a 3% tuition rate increase; the Study Abroad program tuition and fees all contribute to revenue in a positive way.
  - Dalhousie has added a health service fee for King's summer students to enable them to access these services provided by Dalhousie in the summer.
  - Meal plan prices will increase by the all-inclusive CPI rate for Nova Scotia (for the previous December) which is a 1.7% increase. The number of days students live in residence also affects the price of the meal plans. When the number of days is factored in with the CPI increase, the overall meal plan prices will increase by 3.1% over the prior year. Meal plan price increases are dictated by the food service contract with Chartwells.
  - Residence room rates are being kept flat again this year. Tuition will have a 3% increase for all programs, including the international differential.
  - Gifts are projected to be lower as a result of a one-time donation in 2017-18 of \$75,000.
  - It is projected that Conference Services and the government grant will increase, but not enough to entirely offset the negative effects of lower revenue from tuition and fees and gifts. The 1% increase in the government grant is being tied to the achievement of outcomes set by the Department of Labour and Advanced Education. Board members inquired about whether the projected increase is achievable on the current required outcomes. The Bursar noted that the factors are financial reporting, implementing the sexual violence policy, student consultation, mental health and accessibility reporting. Action is underway in all of these areas.
- **Expense variance from 2017-18 is unfavourable to the extent of \$1.062 million.**
  - A key aspect of this is salaries and benefits. The Bursar noted that fewer sabbaticals negatively affects the salary budget. Personnel changes, such as the timing of hires and unpaid leaves, also make a difference. Two people signed on to the Enhanced Voluntary Retirement program (EVRP) but the teaching load of only one of them will be replaced. There are also pension and benefits increases.
  - On scholarships, awards and bursaries, King's offered \$200,000 more awards this year to try to convert offers into acceptances.
  - The Dalhousie allotment will go up due to a higher cost per student, offset by lower enrolment
  - This year's budget includes a full year's interest on the two new long-term debt issues. There are savings on utilities as a result of the energy efficiency project.
- **Finally, the Bursar explained the carrying forward of \$86,000 of unexpended reserve funds from 2017-18 to use for specific activities in the Registrar's Office and the Advancement Office.**

**MOTION:** (Thomson/Gray) That the Board hereby approves the carryover of unexpended internally restricted funds (from the Reserve Fund) approved by the Board on June 22, 2017, in the amount of \$118,000 to be used for the following recruitment-related activities:

- The reputational research component (\$50,000) of a broader study to include recruitment and recruitment marketing components, to be expended in fiscal 2018/19;
- Alumni recruitment strategy (\$20,000) to be expended in fiscal 2018/19; and
- Campus tours (\$9,000) and open houses/events (\$7,000) to be expended in each of fiscal years 2018/19, 2019/20 and 2020/21, for a total three-year expenditure on campus tours and open houses/events of \$48,000.

**CARRIED.**

**MOTION:** (Beach/McCann) That the Board of Governors hereby approves the University of King's College operating budget for the 2018-2019 fiscal year, including tuition and student fee increases as presented.

Discussions ensued about funding for the Sexual Violence Policy and the exact amount to be allocated to implementation of the policy. Concerns were raised about setting a defined amount at this time, when the policy is not yet approved, that current proposed allocation of funds for the policy was insufficient and that the University should show that it is taking the issue of sexual violence seriously by providing the policy its own line item in the budget. Various amendments to the motion were proposed amongst Board members.

Ultimately, the President proposed that the proposed \$52,000 included in the budget be a "placeholder". Prescribing the implementation of the proposed sexual violence policy (and allocation of associated costs) is not the business of the Board. The issue of the requirement for a full-time staff member will come about with the full and effective implementation of the policy, which is still a task of the committee looking at the Sexual Violence Policy. If more funds are required for implementation, it will be allocated at that time.

The President proposed to amend the resolution on the floor to list funding allocated for completion and implementation of the Sexual Violence Policy specifically as a separate budget item.

**MOTION:** (Xiao/Lahey) To amend the resolution on the floor to read "That the Board of Governors hereby approves the University of King's College operating budget for the 2018-2019 fiscal year, including tuition and student fee increases as presented, with funding allocated for completion and implementation of the Sexual Violence Policy specifically listed as a separate budget item."

In discussion, Board members noted that there has been an insufficient number of meetings on the Sexual Violence Policy to move things along. The President acknowledged this point.

**CARRIED.**

The Chair turned to voting on the amendment motion itself.

**MOTION:** (LeVert/Gray) That the Board of Governors hereby approves the University of King's College operating budget for the 2018-2019 fiscal year, including tuition and student fee increases as presented, with funding allocated for completion and implementation of the Sexual Violence Policy specifically listed as a separate budget item.

Board members raised concerns about tuition and fees and reiterated the difficulty students face with these rising costs. Particular concerns were raised about the Dalplex fees from Dalhousie and whether there was a means to renegotiate this arrangement or pull out altogether. The Treasurer noted that these were ongoing discussions at the Finance, Audit & Risk Committee.

**CARRIED (motion as amended).**

**iii) Proposal for financing the 2018-2019 operating cash deficit**

The Bursar presented the proposal for financing the 2018-2019 operating cash deficit.

**MOTION:** (Beach/Thomson) That subject to the specified conditions, the Board hereby approves the transfer from internally restricted funds to the University's operating account the funds necessary to finance the 2018/19 operating fund cash deficit (projected to be \$2,259,000), after factoring in the amount available on the University's operating line of credit (which is anticipated to be \$700,000), as follows:

- Up to \$100,000 from the Bicentennial Fund to finance the replacement of the Library floors;
- Up to \$689,000 from the Bicentennial Fund, the General Fund, or from a combination of the two funds, to be applied to the approved budget for scholarships, awards and bursaries and other student support (which includes the additional \$200,000 scholarship awards to convert offers into acceptances in efforts to increase fall 2018 enrolment);
- Up to \$378,000 from the Bicentennial Fund to be applied to the approved budget for the Library;
- Up to \$392,000 from the Reserve Fund to be applied to the portion of the approved budget of the Registrar's Office relating to recruitment and to the portion of the approved budget of the Advancement Office relating to communications and marketing related to recruitment; and

This approval is subject to the following conditions:

- The University will work to reduce the projected deficit for 2018/19 to the full extent possible;
- An expenditure reduction plan proportionate to the University's structural deficit will be developed and presented to the Board for its consideration at its meeting in December of 2018; and
- The Bursar will provide quarterly forecasts at every Executive Committee and Board of Governors' Committee meeting.

In discussion, Board members asked about how the \$392,000 specified in the resolution was determined. The Treasurer noted that there is a \$2.2 million operating cash deficit projected. The remainder is the "balancer" and only those funds needed to balance the deficit would be used, up to that amount. There will be a motion next year with the exact amount required.

**CARRIED.**

**iv) Three-year plan for use of internally restricted funds**

The Bursar brought forward the resolution regarding a three-year framework for investing internally restricted funds to accomplish strategic objectives.

**MOTION:** (Glowacka/Davies) Whereas the Board by motion adopted at its meeting of Friday, March 23, 2018, decided that the General Fund and the Bicentennial Fund would be constituted as internally restricted funds for the purpose of funding expenditures and special initiatives



as determined by the Board to be important for the University's continuing viability including, as necessary, to honour the intentions of donors to benefit the University's ongoing well-being and mission; and whereas the Board had previously endorsed similar views as to how the Reserve Fund should be strategically utilized to benefit the University:

Be it resolved, subject to the conditions specified and the continuing authority of the Board to amend or rescind this Resolution, that the Board hereby approves the following expenditures from internally restricted funds in 2018-2019, 2019-2020 and 2020-2021:

- From the General Fund, the Bicentennial Fund or from a combination of the two funds, up to \$200,000 in additional spending on scholarships, awards and bursaries in 2018-2019 and up to \$300,000 in additional spending on scholarships, awards and bursaries in each of 2019-2020 and 2020-2021;
- From the Reserve Fund, the Bicentennial Fund or from a combination of the two funds, up to \$50,000 in additional spending on student employment in 2018-2019 and up to \$100,000 in additional spending on student employment in each of 2019-2020 and in 2020-2021;
- From the Reserve Fund, up to \$100,000 in additional spending on recruitment-related activities of the Registrar's Office and communications and marketing activities tied to recruitment of the Advancement Office in each of 2018-2019, 2019-2020 and in 2020-2021; and
- From the Reserve Fund, the Bicentennial Fund or from a combination of the two funds, up to \$500,000 over the three-year period 2018-2019, 2019-2020 and 2020-2021 to establish or support initiatives including but not limited to an academic enrichment fund, the Humanities for Young People Program, Public Humanities, a journalism camp for high school students, a choral music camp for high school students and a staff development fund.

This approval is subject to the following conditions:

- An expenditure reduction plan proportionate to the University's structural deficit will be developed and presented to the Board for its consideration at its meeting in December of 2018;
- Expenditure under this Resolution will be made under plans or programs that have been developed and approved or finalized with consultation and advice, as applicable, in accordance with the College's processes of governance and administration, including the committees of Faculty, the Board and the College's academic programs for matters within their respective areas of responsibility, as well as those of the Dalhousie Faculty of Arts and Social Sciences, if applicable.

Board members asked how the provisional authority granted under this resolution will operate. The President noted that work will still need to be done as to how the funds would be used and in program development and that there will be evolution and change. Various programs and initiatives will have to be approved by appropriate decision-making bodies in the University (e.g., Scholarships and Bursaries Committee, etc.) before funds are used.

Board members spoke in favour of increases to scholarships to students and targeted programs to increase diversity.

**CARRIED.**

#### d) MASTERS OF JOURNALISM PROPOSED PROGRAM MODIFICATION

The Vice-President reported that Professor Vallance-Jones, one of the architects of the Master of Journalism Program Modification, was teaching today, so he would review the topic briefly as it was described in more detail in the materials. There was a Senate-mandated review process under the auspices of Dalhousie Graduate Studies. The Vice-President indicated that he was looking for the Board's approval of the program modification so it can go through the final stages of the approval process at Dalhousie Graduate Studies and the Dalhousie Senate in the fall.

Board members inquired about the review process. The Vice-President indicated he could not answer that in particular, but he was aware that it went through a formal review process with two external reviewers from the journalism community in Canada.

Board members noted that involving other entrepreneurs who have evolved their journalism training into a viable next career would be a good next step for the School of Journalism.

**MOTION:** (O'Brien/Davies) That the proposed modification plan for the Master of Journalism program receive the Board of Governors' approval. **CARRIED.**

#### e) PRESIDENT'S PERSONNEL RECOMMENDATIONS

The President provided his list of personnel recommendations and singled out two. Rev. Dr. Ranall Ingalls: King's is to appoint him Priest-in-Charge and the Diocese appoints him as Diocesan University Chaplain. The President noted that the Chaplain is a part of student life and student services, so appointment to that office is more than a routine appointment. He noted that the Rev. Dr. Ingalls is an accomplished scholar, teacher and philosopher.

The President also spoke of the incoming Dean of Students, Katie Merwin, indicating that Ms. Merwin has two graduate degrees and is working on a third. She will most certainly contribute to the life of the University.

The President thanked the Vice-President, who chaired the search committees for these two individuals, and the various individuals involved on each of the committees.

**MOTION:** (Lahey/Gray) That the Board of Governors approve the appointments on the President's list of personnel recommendations:

- Dr. Dorota Glowacka appointed Director of the Contemporary Studies Programme for a three-year term, July 1, 2018-June 30, 2021.
- Rev. Dr. Ranall Ingalls appointed Chaplain and Priest-in-Charge of the Chapel effective August 1, 2018.
- Dr. Gordon McOuat appointed Director of the History of Science and Technology Program for a three- year term, July 1, 2018-June 30, 2021.
- Ms. Katie Merwin appointed Dean of Students effective July 1, 2018.
- Mr. Christopher Snook appointed Senior Fellow in the Foundation Year Program for a two-year term, July 1, 2018-June 30, 2020.

**CARRIED.**

The following appointments were provided to the Board for information:

- Dr. Daniel Brandes appointed King's representative on the Board of Governors at the Atlantic School of Theology for a three-year term, July 1, 2018-June 30, 2021.
- Ms. Janet Hathaway appointed Academic Integrity Officer for a one-year term, July 1, 2018-June 30, 2018.
- Ms. Janet Hathaway appointed Copyright Officer for a one-year term, July 1, 2018-June 30, 2018.
- Mr. Neil Hooper re-appointed Accessibility Officer for a one-year term, July 1, 2018- June 30, 2019.
- Ms. Dolly McIntyre re-appointed Equity Officer for a one-year term, July 1, 2018- June 30, 2019.
- Mr. Darryl Murphy re-appointed Information Access and Privacy Administrator for a one-year term, July 1, 2018-June 3, 2019.
- Dr. Jennifer Bain appointed Associate Fellow in the Foundation Year Programme, 2018-2019
- Dr. Adriana Benzaquen appointed Associate Fellow in the Foundation Year Programme, 2018- 2019
- Dr. John Bingham appointed Associate Fellow in the Foundation Year Programme, 2018-2019
- Dr. Shannon Brownlee appointed Associate Fellow in the Foundation Year Programme, 2018- 2019
- Dr. Peter Bryson appointed Associate Fellow in the Foundation Year Programme, 2018-2019
- Dr. Michael Fournier appointed Associate Fellow in the Foundation Year Programme, 2018- 2019
- Dr. Melissa Furrow appointed Associate Fellow in the Foundation Year Programme, 2018-2019
- Dr. Jure Gantar appointed Associate Fellow in the Foundation Year Programme, 2018-2019
- Dr. Stella Gaon appointed Associate Fellow in the Foundation Year Programme, 2018-2019
- Dr. Roni Gechtman appointed Associate Fellow in the Foundation Year Programme, 2018-2019
- Dr. Victoria Goddard appointed Associate Fellow in the Foundation Year Programme, 2018- 2019
- Dr. David Howard appointed Associate Fellow in the Foundation Year Programme, 2018-2019
- Dr. Chike Jeffers appointed Associate Fellow in the Foundation Year Programme, 2018-2019
- Dr. Krista Kesselring appointed Associate Fellow in the Foundation Year Programme, 2018- 2019
- Dr. Leona MacLeod appointed Associate Fellow in the Foundation Year Programme, 2018-2019
- Dr. Colin Mitchell appointed Associate Fellow in the Foundation Year Programme, 2018-2019
- Dr. Jack Mitchell appointed Associate Fellow in the Foundation Year Programme, 2018-2019
- Dr. David Nicol appointed Associate Fellow in the Foundation Year Programme, 2018-2019
- Dr. Alexander Treiger appointed Associate Fellow in the Foundation Year Programme, 2018- 2019
- Dr. Emily Varto appointed Associate Fellow in the Foundation Year Programme, 2018-2019
- Dr. Jerry White appointed Associate Fellow in the Foundation Year Programme, 2018-2019
- Nafisa Abdulhamid appointed Residence Don, 2018-2019
- Ariel Bates appointed Residence Don, 2018-2019
- Maria Joy Bartholomew appointed Residence Don, 2018-2019
- Luke Franklin appointed Residence Don, 2018-2019
- Layla Gibson appointed Junior Residence Don, 2018-2019
- Mariam Hanna appointed Residence Don, 2018-2019
- Andrew Griffin appointed Residence Don, 2018-2019
- Aidan Ingalls appointed Junior Residence Don, 2018-2019
- Chanel Pearson appointed Residence Don, 2018-2019
- Benjamin Vandorpe appointed Residence Don, 2018-2019
- Madelaine Wheeler appointed Residence Don, 2018-2019
- Charlotte Gill appointed School of Journalism MFA Mentor, 2018-2019
- David Hayes appointed School of Journalism MFA Mentor, 2018-2019
- Lori May appointed School of Journalism MFA Mentor, 2018-2019
- Ken McGoogan appointed School of Journalism MFA Mentor, 2018-2019
- Lorri Neilsen appointed School of Journalism MFA Mentor, 2018-2019
- Kim Pittaway appointed School of Journalism MFA Mentor, 2018-2019
- Jane Hamilton Scott appointed School of Journalism MFA Mentor, 2018-2019
- Harry Thurston appointed School of Journalism MFA Mentor, 2018-2019
- Ayelet Tsabari appointed School of Journalism MFA Mentor, 2018-2019

- Michael Creagen appointed School of Journalism Part-time Instructor, 2018-2019
- Ruth Davenport appointed School of Journalism Part-time Instructor, 2018-2019
- Mike Dembeck appointed School of Journalism Part-time Instructor, 2018-2019
- Jeff Harper appointed School of Journalism Part-time Instructor, 2018-2019
- Jennifer Henderson appointed School of Journalism Part-time Instructor, 2018-2019
- Katie Ingram appointed School of Journalism Part-time Instructor, 2018-2019
- Lezlie Lowe appointed School of Journalism Part-time Instructor, 2018-2019
- Shaina Luck appointed School of Journalism Part-time Instructor, 2018-2019
- David McKie appointed School of Journalism Part-time Instructor, 2018-2019
- Dick Miller appointed School of Journalism Part-time Instructor, 2018-2019
- Angela Mombourquette appointed School of Journalism Part-time Instructor, 2018-2019
- Kyle Shaw appointed School of Journalism Part-time Instructor, 2018-2019
- Jon Tattrie appointed School of Journalism Part-time Instructor, 2018-2019
- Geoff Turnbull appointed School of Journalism Part-time Instructor, 2018-2019

#### **f) ADVANCEMENT COMMITTEE - TERMS OF REFERENCE**

The Chair, in her position as Chair of the Advancement Committee, referred the discussion to the Director of Advancement, Adriane Abbott, who indicated there are new terms of reference that need to be approved.

**MOTION:** (Gray/Davies) That the Board of Governors adopt the new Terms of Reference for the Advancement Committee as outlined below.

##### *Terms of Reference*

##### *I. Purpose*

*The Advancement Committee is a standing committee of the Board of Governors. Its purpose is to review, discuss, and, when appropriate and necessary, recommend action on issues, opportunities and proposals concerning fundraising initiatives, fundraising policies and practices, alumni engagement, communications and marketing, institutional reputation and community affairs.*

##### *II. Committee Membership and Quorum*

*The Advancement Committee will consist of six (6) to eight (8) voting members, at least four (4) of whom are members of the Board of Governors.*

*The Committee includes:*

- I. A student representative, preferably but not necessarily from the Board of Governors.*
  - II. A faculty representative, preferably but not necessarily from the Board of Governors.*
  - III. At least one Alumni Association representative of the Board of Governors.*
  - IV. Individuals who may or may not be Board members but who are invited by the Committee Chair.*
  - V. The Committee will be chaired by one of the members of the Board named to the Committee.*
- The Board will designate the Committee Chair annually.*
- VI. The President and the Director of Advancement attend and participate in a non-voting capacity.*
  - VII. A non-voting Committee Secretary appointed by the Advancement Office.*

*VIII. Quorum consists of a majority of voting members of the Committee. In the case of an equality of votes, the Committee Chair shall have a second vote to break a tie.*

*III. Meetings*

*The Advancement Committee:*

*I. Will meet regularly three times a year*

*II. Meetings will be established at the beginning of the academic year.*

*III. A member of the Committee may request a special meeting at any time.*

*IV. Minutes and Reporting Responsibilities*

*Minutes of Committee meetings shall be taken and subsequently approved by the Committee.*

*The Chair of the Committee (or his/her designate) shall present the Committee's report at the next scheduled Board meeting in such form and manner as required by the Board.*

*V. Confidentiality*

*Committee members shall maintain the confidentiality of the Committee's deliberations and shall safeguard confidential records, material and information from improper access.*

*VI. Other*

*The Advancement Committee:*

*I. Annually reviews its Terms of Reference and recommends any changes to the Board*

*II. Annually assesses its performance in carrying out its duties*

*III. Through the Committee Chair, reports regularly to the Board on the results of its activities in such manner approved by the Board*

*IV. Provides an orientation to new Committee members*

*V. May engage independent consultants as required to assist the Committee with its duties, subject to budgetary approval by the Board*

**CARRIED.**

**(2018: 18)      CHAIR'S REPORT**

The Chair gave a brief report and noted that it has been a privilege to sit as Chair.

She thanked Andrew Black, and noted that it has been a pleasure the President, the Vice-President and members of administration.

**(2018: 19)      PRESIDENT'S REPORT**

The President advised there was to be a reception later in the President's Lodge for the outgoing Chair. The President noted the Board's deep appreciation and gratitude for all that the Chair has done in her leadership of the Board. There was a round of applause from Board members.

The President reported that Chère Chapman was also leaving the Board and acknowledged her service and that of Andrew Black. He also wanted to acknowledge Dr. Boos and Professor Vallance-Jones, noting their contributions over the years.

The President referenced his previous comments and his written report to the Board.

Dr. Dodd asked if the Board could have a formal motion of thanks to Interim Dean of Students, Chauncey Kennedy.

**MOTION:** (Dodd/Lahey) That the Board of Governors thank Interim Dean of Students Chauncey Kennedy for his remarkable service to the University. **CARRIED.**

Board members asked about how one executes on “hard decisions” in a collegiate environment and how that might differ from a management/union setting, particularly in relation to administration and faculty.

The President noted that his plan was to go to the Chair of Faculty and ask for advice on how he thinks it would be best to introduce this conversation in Faculty. Last year, the University had three town hall meetings that were not widely attended due to timing and other issues. King’s needs something to bring constituencies together to have conversations. Board members noted that workload may be contributing to reduced participation in town hall meetings and committees.

The President noted that at the last meeting with Faculty, he had a serious conversation about the financial situation of the College.

**(2018: 20) KING'S STUDENTS' UNION REPORT**

The KSU President reported that Orientation Week team has been meeting regularly to prepare for Orientation Week 2018. This year's coordinators are Mallory Thomas, Cédric Blais and Frances Grace Fyfe. They have been conducting Orientation Week leader interviews and getting in touch with KSU's community partners. The theme this year is “Anchors Aweigh”.

On May 29, KSU representatives attended a student-government roundtable with other Nova Scotia students. They met with Department of Labour and Advanced Education representatives to discuss topics including mental health, fairness for international students, and the results of public polling on an accessible post-secondary education system in the province. Nova Scotia students are calling for tuition fee reductions, a more equitable system of student assistance, legislation to combat sexual violence on campus, support for international students, and protections for young workers. 60% of province said they are willing to pay more in taxes for more affordable education.

Graduates participated in King's Grad Week from Tuesday, May 29, to Friday, June 1. This year, Grad Week added a Journalism Wardroom Night to honour journalism students and their achievements. KSU also hosted Grad Karaoke, a BBQ, and a Final Wardroom Night. The KSU congratulates all the graduating students.

On June 4, students and community partners rallied outside MP Andy Fillmore's office to call on the government to stop the purchase of the Kinder Morgan Pipeline. King's students believe that the pipeline violates Indigenous treaty rights and that it is not in the public's interest to assume risk for a major tar sands expansion project. The amount of money used could be used to clean all drinking water in Canada.

On June 5, the KSU helped welcome Master of Journalism students to King's at a School of Journalism luncheon in the Wilson Common Room where the KSU President spoke to the new students about the services of the King's Students' Union, including the health and dental plan and the two student-owned and operated businesses, the Wardroom and the Galley.

**(2018: 21) VICE PRESIDENT'S REPORT**

The Vice-President thanked Chauncey Kennedy, saying he echoes the Board's motion.

He noted that the Sexual Violence Policy has been addressed and that the Committee meeting schedule would resume next Monday.

He spoke of the Carnegie Professorship proposal, saying it was put forward to repurpose a couple of appointments. There were discussions with the Interim Dean of the Dalhousie Faculty of Arts and Social Sciences and other stakeholders in Engineering and the Faculty of Computer Science – complex discussions to work out the steps for the transfer of funds in a new arrangement that would be mutually beneficial to King's and to FASS. The Vice-President noted that they were on an extremely short time line due to external constraints. King's managed to convince the Planning and Priorities Committee that Dr. Gordon McOuat and Dr. Melanie Frappier could share some of their teaching services with Dalhousie. That was approved, but unfortunately then foundered due to scheduling difficulties and the finer points of the Memorandum of Understanding. It was a disappointment to all involved. The best outcome for this process is that the parties now know a whole lot more about this very complex arrangement King's lives with under with Dalhousie. The Vice-President reported that he has met with the HOST faculty and is doing follow-up and also with the Dean of FASS.

Board members requested further background on the Carnegie Professorships.

The Vice President noted that he is one. When King's was relocated to a corner of the Dalhousie campus in the 1920s, it did so with funds from the Carnegie Foundation in New York that provided funds for eight positions in the Faculty of Arts, even though they were at King's. That shows the complex relationship.

Board members inquired as to why discussions foundered.

The President indicated that there was a 12 point Memorandum of Understanding. The initial red flag was the scheduling issue. The teaching assignment in Computer Science was a huge class that was immovable. King's had dedicated one faculty member to it, but the offer to substitute others from HOST was rejected. Another issue was how time for research would be recognized for those individuals who were doing heavy service teaching at Dalhousie. Other issues included pedagogy coming under Dal teaching assistant rules.

The Vice-President reported that the Public Humanities issue is still in process and moving along, a more moderate but cooperative situation with the Dalhousie FASS.

Finally, the Vice-President reported that the diversity group chaired by the Vice-President has had one meeting and plans two more meetings this summer.

**(2018: 22) BURSAR'S REPORT**

The Bursar indicated she was speaking on behalf of Peter Conrod because changes in investment managers require Board approval.

**a) Investment Committee Recommendation for a Second Investment Manager**

The purpose of the resolution is to add a specialty fund manager, Greystone Managed Investments to support the Investment Committee's desire to invest in mortgages, infrastructure and real estate and generate higher returns. Any desired changes to fund managers require Board of Governors' approval.

For reference, endowment balances approximate \$40 million and annual management fees paid to the University's existing fund manager, Foyston, Gordon & Payne Inc., as a percentage of assets under management approximates 0.32%. In addition, Foyston, Gordon & Payne Inc. funds a \$2,500 scholarship annually at King's.

King's engaged Morneau Shepell in the summer of 2017 to advise how the University might enhance the long-term return of the endowment funds while ensuring the risk (volatility) remained acceptable. This desire to enhance returns was based on stronger medium term performances generated by many of the larger universities across Canada, including Dalhousie University.

The Investment Committee supports the idea of a more diversified asset mix for the endowment funds. The existing fund manager (Foyston) presented a proposal, but it was felt not to meet current needs.

King's again engaged Morneau in December 2017 to conduct a brief search to determine if there were individual investment managers capable of providing an asset selection comparable to that of the theoretical "unconstrained asset mix." Three firms were identified. The Investment Committee discussed the two scenarios and is of the view that the University will be best served by moving forward with the Foyston/Greystone solution.

The Investment Committee is recommending going with a two-manager solution as the Morneau scenario shows King's would have had better investment yields. Fees will increase with Greystone, but extra investment return will compensate for this. The Investment Committee will need to amend the asset mix and will come to the Board in the fall with that information.

**MOTION:** (Beach/Davies) That the Board of Governors approve the Investment Committee's recommendation that Greystone be appointed to manage the University's mortgage, infrastructure and real estate assets while Foyston be retained to manage the University's traditional asset classes.

In discussion, Board members asked about the guidelines around investments. The Bursar noted that investment companies have policies about what they invest in.

**CARRIED.**

**(2018: 23)      GOVERNANCE, HUMAN RESOURCE AND NOMINATING COMMITTEE**

The Secretary, as Chair of the Governance, Human Resources and Nominating Committee, presented the Committee's report. She noted that the Board membership is being reduced by two long-time and dedicated Board members: Dale Godsoe and Andrew Black. She personally thanked each of them for their wisdom and guidance. Both have shown exemplary dedication to their respective roles and it is hoped that both will remain associated with the College.

With the departure of Dale Godsoe as a Board member, the Board currently has one vacancy in the co-opted member category. This is the category of Board member that the Board is empowered by legislation to appoint. The Secretary presented Rosalie Courage to fill that role and directed Board members to her biography in the meeting materials.

**MOTION:** (Gray/Davies) That the Board appoint the following co-opted member of the Board of Governors upon the retirement of Dale Godsoe as Board Member: Rosalie Courage (four years). **CARRIED.**



**MOTION:** (Gray/Lahey) That the Board appoint Rosalie Courage to the Advancement Committee. **CARRIED.**

The Secretary noted that with the departure of Andrew Black, the Board has one vacancy in the Diocesan appointment from Nova Scotia. While these positions are appointments of the Bishop of Nova Scotia, the Governance Committee is working to provide suitable names for consideration, keeping in mind both the skillsets required by the Board into the future and ensuring a diverse Board. One area of focus is someone with a CA or financial background, to provide additional support to the Treasurer.

The Secretary then spoke about Board Evaluation. Last year at this time, the Governance Committee brought forward the idea of reinstating the Board evaluation survey, which was a previous practice of the Board that had not been conducted for several years. A survey was sent out electronically a few weeks ago. A summary of results was provided in the Board's materials.

Some highlights the Governance Committee will be focussing on include:

- Putting together a continuing education plan for Board members in the areas of financial literacy, facilities and the Dalhousie-King's relationship, among other topics, to augment the orientation already provided.
- There appears to be good and varied attendance at campus events from responses, but information on events could likely be improved.
- Diversity of the Board remains an area of focus.

Overall, it appears that respondents felt the Board was functioning well (particularly with the new form of agenda). In terms of execution, the Governance Committee will be putting the survey out earlier next year and for longer, to allow greater participation. The Secretary expressed her gratitude for all those who assisted in putting this together and the thoughtful responses of participants.

**(2018: 24)     OTHER BUSINESS**

There was no further business.

**(2018: 25)     IN CAMERA DISCUSSION**

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

The meeting moved to an *in camera* discussion.

**MOTION:** (Gray/Beach) 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 3:44 p.m.

Respectfully submitted,

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Dale Godsoe, Chair

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Jennifer Gray, Secretary