

**Cape Breton University
Board of Governors
Public Meeting**

**Friday, March 10, 2017
Following Prologue
CE-339**

1 – 5 Opening Information/Discussion

1. Roll Call

Present:

Mr. Ambrose White (Chair), Mr. Roland Thornhill (Vice Chair), Dr. Dale Keefe (Interim President/Secretary), Mr. Gordon MacInnis (Treasurer), Mr. Pat Bates, Ms. Carol Beaton, Mr. Taylor Burton, Dr. Ed Davis, Dr. Ann Francis D'Intino, Mr. Bob Fowler, Mr. Rany Ibrahim, Dr. Stephanie Inglis, Mr. Roy Karam, Mr. Terry Kelly, Mr. Clayton Locke, Mr. Brandon MacDonald, Mr. Keith MacDonald, Dr. Andrew Molloy, Ms. Carol Ripley, Mr. Robert Sampson (via teleconference), Mr. Michael Sandalis (via teleconference), Mr. Matt Shallo, Mr. Mark Shannon, Mr. Steve Wadden, Ms. Wendy Wadden, Mr. Howard Windsor (via teleconference)

Regrets:

Ms. Carmelita Chechetto-Shea, Ms. Millie Colbourne, Ms. Daphne Hutt-MacLeod, Mr. Brian LeBlanc, Mr. Darryl Poirier

Absent:

Ms. Eleanor Bernard, Mr. Darren Desmond

The Chair declared quorum and called the meeting to order at 9:20 am.

Attending as spectators, the Chair congratulated Dr. Richard MacKinnon as the successful candidate for the Interim Vice President (Academic) & Provost, Ms. Eleanor Sidley as the CBUSU President Elect and Ms. Brooklyn Galbraith as the new CBUSU, Executive Vice President Elect.

2 Minutes

2.1 - It was moved by Ms Wadden, seconded by Mr. B. MacDonald, to approve the Public Minutes of December 9, 2016. **Motion carried.**

3 Business Arising – N/A

4 Reports

4.1 Report of the CEO/CAO

Interim President, Dr. Keefe, referred to his report as circulated with the meeting material. He highlighted that Prof Richard MacKinnon has been appointed to the position of Interim Vice-President (Academic) & Provost effective May 1, 2017. He noted that until this time there is a need to fill the Secretary to the Board position and therefore, **it was moved** Dr. Keefe, seconded by Mr. Fowler, that the Treasurer to the Board of Governors, Mr. Gordon MacInnis, also be appointed as Secretary for the remainder of this term until new officers are appointed in June 2017. It was noted that the bylaws do allow for one individual to hold both positions. **Motion carried.** Dr. Keefe then congratulated Mr. Stephen Augustine who has been appointed Associate Vice-President for Indigenous Affairs and Unama'ki College. He advised members that Deans and Directors are reviewing components of the 10-Year Operational Plan to determine impacts within their units. The

Board will be provided updates at each regular Board meeting on progress toward their targets. He then noted that growth in course enrolments have been seen in the MBA, MEd, Education diplomas and BSc programs. Members were also invited to attend any one of the many events taking place on campus during Research Month. In conclusion, he noted that after the writing of his report, Capers Athlete, Alison Keough, was named the AUS MVP in Halifax and nationally as 1st-Team All-Canadian by U Sports in Victoria, BC.

In reply to placements of the BEd students in classrooms during the NSTEU work-to-rule directive, Dr. Keefe replied that CBU was very fortunate that the First Nation schools and private schools in the area assisted and that all CBU students were placed. In particular, he noted that the Eskasoni schools, which typically place one or two students per year, placed 27 CBU BEd students. The Dean of SPS will be drafting a letter to be sent to each of the school, to express CBU's most sincere and heartfelt thanks for their assistance during this time.

On the question of how the open online learning courses are selected, Dr. Keefe reported that Dr. Tanya Brann-Barrett provided information sessions to faculty on how a course could be offered online. From these sessions, three individuals expressed an interest in developing their courses for online offering.

4.2 Report of Senate

Ms. Wadden reported that, since the last meeting of the Board, the Senate met on January 3rd and February 10th. She reported that the Students' Union provided members with a presentation on the myWellness program which is being very well received. The Planning and Review Committee presented their Pre-Budget Report, the Academic Committee presented various courses, a Student Lab Evaluation presented by the TLEC committee was approved, as was the updated Department of Health Sciences & Emergency Management Bylaws presented by the Bylaws Committee. It was noted that the next meeting of Senate is scheduled for March 17, 2017.

4.3 Report of the Students' Union

As a preface to his report, Mr. Karam noted that, over the past year while working with his colleagues from across Canada, he has found that many do not have the level of support from their Boards and certainly not the number of seats on their Boards as here at CBU. From his submitted report, he noted the social events initiated for the students, the effectiveness of the myWellness program, and the upcoming Capers Helping Capers event taking place on March 18th. He also extended congratulations to Ms. Eleanor Sibley and Ms. Brooklyn Galbraith.

4.4 Special Announcements, Questions

Mr. Thornhill suggested that, in light of recent conversations and requests from the external members and community groups to meet with the Board, it might help to raise CBU's profile if meetings were held at least once a year in-community outside the immediate CBRM area. Members agreed this could be a useful exercise and every effort should be made to see if this is feasible.

5 Treasurer's Report

5.1 Financial Statements

Mr. MacInnis referred to the Financial Statements circulated with the meeting package and the following key items were highlighted and discussed:

- Based upon January 31st results of operations, the 2016/17 budgeted deficit is projected to be in the range of \$750,000 - \$1 million.
- Tuition for fall/winter is expected to meet, or slightly exceed, budgeted tuition revenue.
- Departmental expenditures are largely in line with budget as of the reporting period but year-end over expenditures are expected in relation to accrual of unanticipated human resource obligations and legal fees.
- Transition to the PSSP for CUPE, NSGEU (Instructors), and non-union staff is proceeding on schedule with an implementation date of early April.
- About 40 students will be subject to the deregistration process which would result in approximately a \$100,000 revenue reversal.
- CBU Business Trust reflects an accrual for wind farm profits budgeted from the CBU Business Trust and will be adjusted, as will the payback rate of the internally financed SOFI loan.
- Positive enrolment growth in the MBA program has occurred due to the success of ICEAP's pre-MBA program generating almost 170 international students studying in the program.
- Discussions regarding new developments of ICEAP's use of campus infrastructure have again commenced.

On a question of the transfer to the PSSP, Mr. MacInnis responded that every effort will be made to ensure employees are fully informed of the options available to them through information sessions from Eckler and PSSP representatives.

In response to market demand and enrolment decline in some programs, Mr. MacInnis replied that this is continuously monitored and every effort is being made to market all programs offered by CBU. An increase in inquiries from potential US students has been reported but it remains to be seen how many will result in actual enrolments.

With regard to the Canada Games Complex, Mr. MacInnis replied that the agreement signed with the CBRM will be revisited before considering renewal for next year.

6 Committee Reports

6.1 Executive Committee

Chair, Mr. White, reported that the Executive Committee met on March 9th and that all items discussed have been, or will be, covered on the Prologue or Public agendas.

6.2 Audit Committee

Chair, Mr. White, reported that the Audit Committee met on March 9th to discuss the audit plan. Mr. Darren Chiasson attended and provided the Committee with an overview of the audit process and procedures to be performed by MGM. Mr. MacInnis reported that an RFP was issued and MGM was the only respondent. The Committee has accepted their proposal and will be recommending acceptance under item 7.2 of the agenda.

6.3 Investment Committee

Mr. Kelly reported the Committee met on March 9th to discuss the January 2017 statement. He noted that the investment portfolio has performed quite well and that Eckler is in the process of doing the year-end report with further details expected to be available during the April or June meeting.

6.4 Nominating Committee

Mr. Kelly and Mr. Windsor excused themselves for the purpose of this discussion. Dr. Keefe reported that, unfortunately, Mr. Darren Desmond had to submit his resignation from the Board and that two vacancies now exist in the Board Appointed category. The Committee voted electronically to fill these two vacancies. **It was moved** by Mr. Thornhill, seconded by Dr. Keefe, that Mr. Terry Kelly and Mr. Howard Windsor be appointed to another three-year term in the Board Appointed category. **Motion carried.** Upon their return to the meeting, Mr. White congratulated Mr. Kelly and Mr. Windsor on the renewal of their appointments.

7 Items Requiring Action \ Decision

7.1 Sunlife Pension Plan Amendments

Referring to the document circulated with the meeting package, Mr. MacInnis detailed the amendments to the Retirement Plan for Employees of Cape Breton University as related to the NS Pension Act and to the new PSSP. **It was moved** by Ms. Ripley, seconded by Mr. Wadden, to accept the changes as presented. **Motion carried.**

7.2 Appointment of Auditors

As noted during the report of the Audit Committee, the Committee is recommending that MGM be appointed as auditors for 2016/17 period, renewable without RFP for another four years. **It was moved** by Mr. MacInnis, seconded by Ms. Ripley, that MGM Associates be appointed as the CBU auditors. **Motion carried.**

8 New Business

8.1 Presidential Search Committee

Dr. Keefe recused himself for the purpose of this discussion.

Mr. White referred to the memorandum circulated with the meeting documents which detailed the composition of a Presidential Search Committee as prescribed in the current CBU Board of Governors Bylaws. The Executive Committee discussed possible methods for the development of this committee and they suggested that the formation of the Presidential Search Committee be forwarded to the Nomination Committee. **It was moved** by Mr. Fowler, seconded by Mr. Ibrahim, that the Nominating Committee prepare a report for the formation of a Presidential Search Committee for the April meeting. **Motion carried.**

Ms. Wadden suggested that when forming the search committee, the Nominating Committee ought to ensure both faculty groups are recognized and represented on the Presidential Search Committee. Following a discussion on the current bylaws, it was suggested that a change to the bylaws to address this concern should be actioned prior to the April meeting. It was further suggested that a full review of the bylaws should be conducted. **It was moved** by Ms. Wadden, seconded by Mr. Karam, that the Bylaws Committee update the composition of the Presidential Search Committee in the CBU Board of Governors Bylaws with regard to faculty representation and that it clearly state both faculty associations are represented prior to March 28th. It was suggested that if Senate were to agree, that in the spirit of fairness, they will vote for a member from each bargaining unit and the timeline could be adjusted to allow for a full and thorough review of the bylaws. **Motion carried.**

As a point of information, it was suggested that, when they Bylaws Committee meets, consideration should be given to designating a seat on the CBU Board of Governors to an Alumni member.

8.2 CUPE Settlement

For background information, Mr. MacInnis explained that the CUPE agreement with CBU expired on March 31, 2016, and negotiations have been delayed for various reasons. This is not usually an issue but with the move to the PSSP, this creates retroactive payment issues for employees. Prior to the December holidays, CBU suggested to CUPE that a one year agreement be signed to address only economic increases and pension benefits in keeping with the other CBU bargaining groups. He further noted that the Executive Committee fully discussed this during their meeting and are recommending acceptance. **It was moved** by Mr. MacInnis, seconded by Mr. Molloy, that a one-year deal be signed between CBU and CUPE that addresses economic increases and pension benefits only. **Motion carried.**

9 Presentations

9.2 Recognition of Retiring Board Members

The Chair recognized retiring Board member, Ms. Daphne Hutt-MacLeod, who unfortunately was unable to attend today. He also presented retiring member, Mr. Rany Ibrahim, with a parting gift in recognition of his dedication, time, and commitment to the CBU Board of Governors over his six years as a Ministerial appointment.

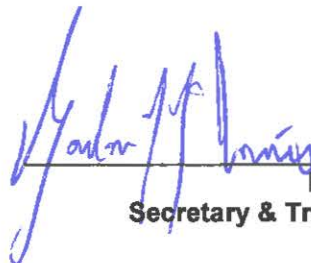
10 Open Session – N/A

11 Date of Next Meeting

The next meeting will be on Friday, April 28, 2017.

12 Adjournment

It was moved by Dr. Molloy to adjourn the meeting at 11:35 am.



Mr. Gordon MacInnis
Secretary & Treasurer to the Board