

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

**Friday, June 24, 2022  
Following Public  
CE339/MS Teams**

**1 – 5 Opening Information/Discussion**

**1. Roll Call**

**Present:**

Mr. Robert Sampson (Chair), Mr. David Dingwall (President), Mr. Gordon MacInnis (Treasurer), Dr. Richard MacKinnon (Secretary), Ms. Carol Beaton, Ms. Valerie Bobyk, Mr. Michael Claener, Ms. Melissa Deane, Dr. Anne Frances D'Intino, Mr. Calvin Howley, Mr. Terry Kelly, Mr. Keith MacDonald, Mr. Bernie MacLennan, Mr. Kirk MacRae, Ms. Tara Milburn, Mr. Darryl Poirier, Mr. Peter Oyedijo, Mr. Damanpreet Singh, Ms. Chloe Stewart, Ms. Ann Sylliboy

**Invited Guests:** Ms. Denise Allen, Mr. Jim Mustard, and Mr. Keith Maher

**Regrets:**

Ms. Himali Kadam, Ms. Kate Oland, Dr. Marcia Ostashewski, Ms. Dena Richardson, Mr. Michael Sandalis, Ms. Harman Singh

The Chair declared quorum and called the meeting to order at 9:45 am.

Mr. Sampson began with the acknowledgement that Cape Breton University is located in Mi'kma'ki, the ancestral and unceded territory of the Mi'kmaq People. This territory is covered by the "Treaties of Peace and Friendship" which Mi'kmaq and Wolastoqiyik (Maliseet) people first signed with the British Crown in 1726. The treaties did not deal with the surrender of lands and resources but, in fact, recognized Mi'kmaq and Wolastoqiyik (Maliseet) titles and established the rules for what was to be an ongoing relationship between nations.

**2. Minutes**

**2.1 - It was moved** by Mr. Claener, seconded by Ms. Beaton, to approve the minutes of April 22, 2022. **Motion carried.**

**3 Business Arising – N/A**

**4 Reports**

**4.1 Senate**

Mr. MacLennan referred to the report circulated with the meeting material and highlighted the following:

- New course approved ENGI 3XXX – Technical Project Management
- A modified program proposal for the Diploma in Government Management was approved.
- A proposal for the Certificate of Proficiency in French Language was approved.

- A Take Note Debate regarding the CBU Accessibility Plan was led by John Mayich
- QA committee presented the Draft Revised Graduate Attributes for consideration. A motion to approve the Graduate Attributes as presented was carried.

#### **4.2 Report of the Students' Union**

Mr. Singh provided updates on the following activities of the Student's Union:

- During their few first months in office, the Team met with various University departments to consult on the shaping of their term in office and how to best create an excellent experience for the students at CBU.
- The Executive held a strategic planning retreat to develop their overarching goals for this year. The following is what was decided upon; enhancing student engagement, advocating for students' best interest with regards to OERs, MSI for international students, housing and transportation, raising awareness of on campus of resources available to students as well as promoting campus diversity.
- Food bank services continue to be in high demand, and this service will be extended to the Cineplex location.
- Several center coordinator positions have been filled, and interviews for the remaining are being conducted.
- A meeting with those from CBRM transit managers was held to advocate and raise concerns for students while also seeking opinions of collaboration.
- The Students Union has various conference trips planned, have begun work on the plans for September's Week of Welcome, and has begun the fundraising Capers Helping Capers golf tournament.

#### **4.3 Special Announcements, Questions – N/A**

#### **4.4 President**

President Dingwall referred to his circulated report and highlighted the following:

- CBU hosted the national Canadian Association for the Prevention of Discrimination and Harassment in Higher Education conference. It was an enormous success, with many conference delegates commenting that it was the best conference they ever attended. We were honored that the special guest for the conference was the Honourable Bob Rae, Canadian Ambassador to the United Nations. CBU also awarded Mr. Rae an honorary degree during that time for all of his great service to our country.
- The Leadership dinner was held in Halifax earlier in the week. It was a great success and much appreciation and thanks was extended to Mr. Sarah Salter-Burke and her team.
- Mr. Kent MacIntyre continues with efforts on the Tartan Downs file.
- The Bachelor of Social Work program continues to be developed with the goal of having it submitted to the MPHEC in late October.
- In addition to the Cineplex location, CBU has obtained office suites at 500 George Street where several departments will move to allow faculty office to remain on campus.

## 5 Treasurer's Report

### 5.1 Financial Statements

The Treasurer's Report was presented as circulated with the meeting package. Responding to comments and questions as they arose, Mr. MacInnis highlighted the following:

- CBU's cash position remains very healthy, thanks in large measure to the receipt of \$54 million in provincial capital and special project funding in March of 2022 and the prepayment of tuition by international students hoping to attend CBU in 2022/23. Pending the finalization of capital spending plans, excess cash is now invested in a laddered GIC structure to optimize interest earnings.
- Student receivable balances are lower than reported in 2021 as students registered for 2022/23 terms to date seem more significantly weighted toward international students who still have a net credit balance on their accounts after tuition charges are applied to their prepaid tuition balances. These students would generally be new to CBU and have arrived under the Study Direct Visa processing Stream which requires the prepayment of funds as a condition of visa approval.
- The book value of investments held by CBU for endowment purposes is approximately \$50.3 million (market value of approximately \$50.5 million).
- Reported expenditures are materially in line with what would be expected as part of CBU's normal business cycle and approved 2022/23 operating budget.
- Deferred revenue in the Special Purpose/Research Fund includes funding received for specific research and special purpose activities which will be disbursed as related expenditures occur throughout 2022/23 and subsequent years.
- Student academic fees reflect a favourable variance as of May 31.
- Other revenues are reporting a favourable variance, primarily related to interest earnings on cash balances and application fee revenue.

## 6 Committee Reports

### 6.1 Executive Committee

The Chair, Mr. Sampson, reported that the Executive Committee met on June 23<sup>rd</sup> and most items discussed have been, or will be, covered on the Prologue or Public agendas.

### 6.2 Audit Committee

Mr. Kelly reported that the Audit Committee met on June 23<sup>rd</sup> and were joined by members of the CBU Finance Department and Mr. Darren Chiasson from MNP/LLP. Through Mr. Chiasson, the Committee reviewed the draft Audited Financial Statements and the Audit Finding Report. After a thorough review, the Committee passed a motion to present the statements, with their recommendation of acceptance, to the Board.

#### 6.2.1 2020/21 Draft Audited Financial Statements

Referring to the draft Audited Financial Statements circulated with the meeting material, Mr. Sampson called for a vote and **it was moved** by Mr. Kelly, seconded by Mr. MacInnis, to accept and the Draft Audited Financial Statements for 2021/2022 as presented. **Motion carried.**

### 6.2.2 Appointment of Auditors

**It was moved** by Mr. Kelly, seconded by Mr. MacDonald, that MNP/LLP be re-appointed as CBU external auditors to March 31, 2023. **Motion carried.**

### 6.3 Investment Committee

Mr. MacRae referred to the report of the Investment Committee circulated with the meeting package. He highlighted the work of the committee and referred to the recommendations as presented. **It was moved** by Mr. MacRae, seconded by Mr. Kelly, to accept the recommendations as presented:

1. CBU enter negotiations with SunLife with a goal of securing better pricing for investment management and custodian fees related to the portfolio
2. Portfolio performance and Eckler's assessment supports no changes to the investment fund managers at this time.
3. Following incorporation of the updated asset mix policy, no additional changes to the Statement of Investment Policies & Goals at this time.

**Motion carried.**

## 7 Items Requiring Action or Decision

Mr. Sampson referred to the discussion held in the Prologue session as it related to the NSGEU Tentative Agreements. It was agreed during that session to accept the recommendations and that they be brought to the public session for vote. **It was moved** by Mr. MacInnis, seconded by Mr. MacRae, to accept in full, the tentative agreements as presented. **Motion carried. Motion carried. Abstentions ( 8 - Mr. MacInnis, Dr. MacKinnon, Mr. Howley, Ms. Deane, Mr. MacLennan, Ms. Stewart, Mr. Singh, Mr. Oyedijo)**

Mr. Sampson then referred to the presentation from the President Review Committee given during the Prologue session. Following this presentation, it was agreed to bring the recommendations from the committee for consideration and vote in the Public session.

Mr. Claener and Mr. Kelly then provided the recommendations from the Committee as follows: Given the overwhelmingly positive interview results and numerous accomplishments over the last 4 plus years the Presidential Review Committee recommends that:

David C. Dingwall's appointment as the President & Vice Chancellor of Cape Breton University be renewed (the initial extended term) for a further three (3) year period commencing March 31, 2023 and ending March 30, 2026. The initial extended term may be renewed for a further two (2) years, upon mutual agreement in writing between the Board and David C Dingwall prior to the expiry of that term. If David C. Dingwall wishes to renew his appointment for such extended term , he will provide written notice of such intention to the Board no later than March 30, 2025.

#### **Recommendation 1:**

That effective June 1, 2022 and for any remaining years in the initial extended term, the current base salary shall be adjusted by the same percentage awarded to members of the Cape Breton University non-union group.

**Recommendation 2:**

That the President shall be entitled to an annual bonus in a range between 0% and a maximum of 12% of the President's annual base salary each year of the initial extended term. The amount to be determined by a committee of the Board of Governors.

**Recommendation 3:**

That immediately following the cessation of contributions to the PSSP and SERP, Cape Breton University begin to accrue a benefit equal in amount to the contributions the University would have made had contributions not ceased. Such accumulated benefit to earn an annual rate of return equal to that earned by the PSSP. The benefit to be paid to the President at the end of the final extended term.

**Recommendation 4:**

In accordance with Clause 20, the Presidents monthly vehicle allowance be increased to \$ 1,500.

That the recommendation of The Presidential Review Committee regarding the renewal of appointment of David C. Dingwall as President & Vice-Chancellor of Cape Breton University, and the four recommendations of The Presidential Review Committee of the CBU Board of Governors regarding Presidential compensation, be accepted and recommended for approval by the Board of Governors at the June 24, 2022 meeting.

**It was moved**, by Mr. Kelly, seconded by Mr. Claener, that the recommendation of the Presidential Review Committee regarding the renewal of appointment of David C. Dingwall as President & Vice-Chancellor of Cape Breton University, and the four recommendations of The Presidential Review Committee of the CBU Board of Governors regarding Presidential compensation, be accepted and approved as presented. **Motion carried. Abstentions ( 8 - Mr. MacInnis, Dr. MacKinnon, Mr. Howley, Ms. Deane, Mr. MacLennan, Ms. Stewart, Mr. Singh, Mr. Oyedijo)**

**8 New Business – N/A**

**9 Presentations – N/A**

This being the last meeting for Mr. Howley and Mr. MacLennan, they were thanked for their service to the Board of Governors and were presented with a parting gift.

**10 Open Session – N/A**

**11 Date of Next Meeting**

The next meeting will be on Friday, October 21, 2022.

**12 Adjournment**

**It was moved** by Mr. Kelly, seconded by Mr. Claener, to adjourn the meeting at 11:15 am.

A handwritten signature in black ink, appearing to read "Richard MacKinnon", written over a horizontal line.

**Dr. Richard MacKinnon, Secretary to the Board**