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Brock University
Board of Trustees
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MINUTES OF MEETING #4 (2006-07)

**BOARD OF TRUSTEES**

THURSDAY, MARCH 1, 2007, 4:00 PM

BOARD ROOM, 13TH FLOOR, SCHMON TOWER

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| PRESENT: | *Chair* | Mr. David Howes |
| | *Vice-Chair* | Mr. Willy Heidbuechel |
| | *Vice-Chair* | Dr. Val Jaeger |
| | *Members* | Ms. Mitzi Banders |
| | | Ms. Michelle Basciano |
| | | Mr. Brad Clarke |
| | | Mr. Tom Goldspink |
| | | Ms. Dawn Hall |
| | | Ms. Karin Jahnke-Haslam |
| | | Mr. Rudi Kroeker |
| | | Mr. Roelof Makken |
| | | Ms. Beth Natale |
| | | Mr. Angelo Nitsopoulos |
| | | Mr. Peter Partridge |
| | | Mr. Joe Robertson |
| | | Ms. Joy Rogers |
| | | Dr. Sid Segalowitz |
| | | Ms. Wendy Staff |
| | | Dr. Susan Sydor |
| | | Ms. Mary Turner |
| | | Mr. Norris Walker |
| | | Mr. Sean Woodhead |
| | *Ex officio:* | |
| | President and Vice-Chancellor | Dr. Jack Lightstone |
| | *Official Resource:* | |
| | Vice-President, Academic and Provost | Dr. Terry Boak |
| | Vice-President, Finance and Administration | Mr. Steven Pillar |
| | Secretary to the Board | Mr. Mike Farrell |
| | Recording Secretary | Ms. Margaret Thompson |

ALSO
PRESENT: Mr. Jamie Fleming, Director, Residences
Ms. Pauline McCormack, Executive Director, Human Resources
Ms. Joanne McKee, Executive Director, Finance/Controller
Mr. Tom Sainty-Ivany, Executive Director, Facilities Management
Ms. Valerie Wolfe, Manager, Environment, Health and Safety

REGRETS: Ms. Julia Kamula, Dr. Raymond Moriyama, Mr. Bill Rickers, Ms. Eleanor Ross, Dr. Stan Sadava, Mr. Michael Sidenberg, Mr. Mark Steinman, Dr. Patricia Teal, Mr. Bruce Wormald

Mr. Howes welcomed members and called the meeting to order. As indicated in his memo distributed with the meeting materials, several structural changes to the Board meeting will commence today as detailed in the Interim Report of the Special Board Governance Committee. The Chair encouraged members to provide feedback following the meeting to Mr. Farrell.

**1. MINUTES OF THE PREVIOUS MEETING**

[Minutes of Meeting #2 held November 23, 2006 and Meeting #3 held December 18, 2006 had been distributed with the meeting materials.]

On a motion by Ms. Jahnke-Haslam, seconded by Mr. Heidbuechel and carried, it was

**RESOLVED that the minutes of Meeting #2 (2006-07) of the Board of Trustees held on November 23, 2006 be approved.**

On a motion by Ms. Jahnke-Haslam, seconded by Ms. Staff and carried, it was

**RESOLVED that the minutes of Meeting #3 (Special 2006-07) of the Board of Trustees held on December 18, 2006 be approved.**

**2. BUSINESS ARISING FROM THE MINUTES** - None

**3. REPORT OF THE CHAIR OF THE BOARD**

Mr. Howes indicated that a Report of the Special Board Governance Committee would be provided later in the meeting.

The Chair indicated that a motion was required to move ***in camera*** to receive an update from the President.

On a motion by Dr. Segalowitz, seconded by Ms. Basciano and carried, the Board moved ***in camera*** at 4:13 p.m.

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The Board resumed **open session** at 4:18 p.m.

**4. REPORT OF THE EXECUTIVE COMMITTEE**

[Minutes of Meeting #4 (2006-07) held on December 18, 2006 had been distributed with the meeting materials.]

Mr. Howes related that there were no items for the consideration of the Board from the meeting held. During its meeting, the Committee had ratified the Collective Agreement between Brock University and the Brock University Faculty Association.

**5. REPORT OF THE VICE-PRESIDENT, ACADEMIC AND PROVOST**

[An Information Item to the Board *Topic: Environment, Health and Safety Update* dated March 1, 2007 had been distributed with the meeting materials.]

During Dr. Boak's oral report, he provided an update on current student enrolments and projected admission targets for 2007-08. A brief discussion ensued during which Dr. Boak responded to questions.

The Vice-President, Academic and Provost referred members to the Environment, Health and Safety Update that had been distributed for information.

**6. REPORT OF THE ACTIONS OF THE UNIVERSITY SENATE**

[Reports of the Actions of the University Senate from the 544th meeting held December 6, 2006 and the 545th meeting held January 24, 2007 had been distributed with the meeting materials.

Mr. Howes referred members to the reports distributed for information. In response to a question, Mr. Goldspink and Ms. Rogers expanded on the discussions held regarding the 2007-08 budget during yesterday's 546th meeting of Senate. During the ensuing discussion, Dr. Lightstone and Mr. Pillar addressed questions from Trustees.

**7. REPORTS OF STANDING COMMITTEES**

**7.1 <u>Capital Projects and Facilities Committee</u>**

[Minutes of Meeting #2 (2006-07) held on January 11, 2007 had been distributed with the meeting materials, together with the reports outlined below.]

Dr. Jaeger presented the Report of the Capital Projects and Facilities Committee.

a) <u>Plaza 2006 Project Status Update</u>

[A Report titled *Project Status Update Plaza 2006 Brock University* dated January 5, 2007 had been distributed with the meeting materials.]

Dr. Jaeger referred members to the Report noting that Trustees had gained much insight from the tour of the facility that had directly preceded today's meeting.

b) <u>Niagara Health and Bioscience Research Centre (NHBRC)</u>

[An Information Item to the Committee *Topic: Niagara Health and Bioscience Research Centre (NHBRC)* dated January 11, 2007, together with Attachment 1: Brock University: Investing in

Niagara's Future and Attachment 2: Niagara Health and Bioscience Research Centre, had been distributed with the meeting materials.]

The Report regarding the proposal to construct a state of the art research and teaching complex to accommodate leading research in health, biosciences and drug development had been distributed for the information of the Board. Dr. Lightstone noted that the University is actively advocating for a major government contribution to the proposed facility.

c) The Learning Commons
[A Decision Item to the Committee *Topic: The Learning Commons* dated January 11, 2007 had been distributed with the meeting materials.]

Dr. Jaeger referred members to the Report.

On a motion by Dr. Jaeger, seconded by Dr. Sydor and carried, it was

**RESOLVED that the Schmon Tower/Thistle Fire Alarm Replacement be included as part of the Learning Commons project and that a budget of $150,000 be approved in order for construction documents to be developed (up to the point of tender).**

Dr. Jaeger then referred members to the following Reports which had been distributed for the information of the Board:

d) Brock University Facility Needs and Priorities Study – Final Report
[An Information Item to the Committee *Topic: Brock University Facility Needs and Priorities Study Final Report* dated January 11, 2007, together with Attachment 1: Table of Contents of the final report and section 6 "The Overall Development Strategy", had been distributed with the meeting materials.]

e) Mackenzie Chown A Block Indoor Air Quality Update
[An Information Item to the Committee *Topic: Mackenzie Chown A Block Indoor Air Quality Update* dated January 11, 2007 had been distributed with the meeting materials.]

f) Welch Hall Addition Feasibility Study
[An Information Item to the Committee *Topic: Welch Hall Addition Feasibility Study* dated January 11, 2007, together with Attachment 1: Welch Hall Program Development History for Addition, had been distributed with the meeting materials.]

g) Five-Year Program of Projects
[An Information Item to the Committee *Topic: Five-Year Program of Projects* dated January 11, 2007, together with Attachment 1: FY 2006-07 Facility Renewal Program & Unfunded Facility Renewal Requirements with Class "D" Estimates, had been distributed with the meeting materials.]

h) Capital Projects and Facilities Committee Matrix (Reporting Requirements)
[The *Draft Brock University Capital Projects and Facilities Committee Matrix (Reporting Requirements) as at January 2007* had been distributed with the meeting materials.]

There were no questions arising regarding the information items.

i) Acceptance of the Report

On a motion by Dr. Jaeger, seconded by Mr. Kroeker and carried, it was

**RESOLVED that the Report of the Capital Projects and Facilities Committee as contained in the Minutes of its Meeting held January 11, 2007 be accepted.**

**7.2 Planning, Finance and Human Resources Committee**

[Minutes of Meeting #6 (Special) held December 18, 2006 and Meeting #7 held February 15, 2007, together with the appendices indicated below, had been distributed with the meeting materials.]

Mr. Heidbuechel presented the Report of the Planning, Finance and Human Resources Committee. The following items were brought forward from the Committee meeting held February 15, 2007.

a) Insurance Renewal and Claims Report

[An Information Item to the Committee *TOPIC: Insurance Renewal and Claims Report* dated February 15, 2007, together with Attachment 1: General Insurance Policy Premium had been distributed with the meeting materials.]

The Report had been distributed for information.

b) 2007-08 Residence Fees

[A Decision Item to the Committee *TOPIC: 2007-08 Residence Fees* dated February 15, 2007, together with Attachment 1: Residence Operations Proposed 2007-08 Budget, Attachment 2: Fee by Residence and Attachment 3: Comparison of Residence Fees at Ontario Universities had been distributed with the meeting materials.]

Mr. Heidbuechel referred members to the Report. During a brief discussion, Mr. Fleming and Mr. Pillar responded to questions. It was noted that as the fees are included in various University publications, they are presented annually to the Board at this time of year in order to meet publishing deadlines.

On a motion by Mr. Heidbuechel, seconded by Ms. Jahnke-Haslam and carried, it was

**RESOLVED that the residence fees for 2007-08 be approved as proposed.**

c) 2007-08 Residence Meal Plan Fees

[A Decision Item to the Committee *TOPIC: 2007-08 Residence Meal Plan Fees* dated February 11, 2007, had been distributed with the meeting materials.]

Mr. Heidbuechel provided a brief overview of the Report. During discussion, Mr. Pillar responded to questions. It was suggested that, providing it was not a government requirement, the Special Board Governance Committee consider if it is necessary for the Board to approve fee increases, such as the meal plan fees, as they are more of an operational matter.

On a motion by Mr. Heidbuechel, seconded by Mr. Makken and carried, it was

**RESOLVED that a 2.31% overall increase in meal plans be approved**.

Mr. Fleming and Ms. Wolfe retired from the meeting.

d) Tuition and Administrative Fees for 2007-08
[A Decision Item to the Committee *TOPIC: Tuition and Administrative Fees for 2007-08* together with Attachment 1: Brock University Fee Proposal 2007-2008 and Appendix 2: Brock University Students' Union, Inc. Ancillary Fees Adjustments Effective May 1, 2007, had been distributed with the meeting materials.]

Mr. Heidbuechel referred members to the Report. Mr. Pillar reviewed the proposed fees and relevant changes as contained in the document. During discussion, Mr. Pillar and Dr. Lightstone responded to questions.

On a motion by Mr. Heidbuechel, seconded by Ms. Staff and carried, it was

**RESOLVED that the Tuition and Administrative Fees for 2007-08 be approved as proposed**

e) Faculty of Business – Program Fee Increase for 2008-09 Cost-Recovery Masters Programs in Business
[A Decision Item to the Committee *TOPIC: Faculty of Business – Program Fee Increase for 2008-09 Cost-Recovery Masters Programs in Business* dated February 15, 2007 had been distributed with the meeting materials.]

Mr. Heidbuechel referred Trustees to the proposed program fee increase as outlined in the Report.

On a motion by Mr. Heidbuechel, seconded by Ms. Jahnke-Haslam and carried, it was

**RESOLVED that the tuition fees for the MBA – International Student Program (ISP) and the International Master of Accountancy Program (IMAcc) be approved as proposed.**

f) 2006-07 Fiscal Results @ January 31, 2007
[An Information Item to the Committee *TOPIC: 2006-07 Fiscal Results @ January 31, 2007* dated February 15, 2007, together with Appendix 1 had been distributed.]

The Report had been distributed for information.

g) 2007-08 Budget Development
[An Information Item to the Committee *TOPIC: 2007-08 Budget Development* dated February 15, 2007, together with Attachment 1: Brock University 2007-08 Budget Development Budget Estimates, Attachment 2: Brock University Budget Development 2007-2008 Timelines and Process, and Attachment 3: Brock University 2007-08 Budget Development – Principles & Guidelines, had been distributed with the meeting materials.]

Mr. Pillar reviewed the Report that had been distributed for the information of the Board. During discussion, questions and comments were addressed by senior administration.

h) Enterprise Risk Management Project
[An Information Item to the Committee *TOPIC: Enterprise Risk Management Project* dated February 15, 2007 had been distributed with the meeting materials.]

Mr. Heidbuechel referred members to the Report. He noted that a workshop facilitated by Deloitte & Touch for members of the Senior Administrative Council would be held tomorrow.

i) Information Technology Update
[An Information Item to the Committee *TOPIC: Information Technology Update* dated February 5, 2007 had been distributed with the meeting materials.]

The Report had been distributed for information.

j) Acceptance of the Report

On a motion by Mr. Heidbuechel, seconded by Mr. Woodhead and carried, it was

**RESOLVED that the Reports of the Planning, Finance and Human Resources Committee as contained in the minutes of its meetings held December 18, 2006 and February 15, 2007 be accepted.**

**7.3 Advancement and Community Relations Committee**
[Minutes of Meeting #2 held December 12, 2006 and Meeting #3 held January 18, 2007, together with appendices indicated below, had been distributed with the meeting materials.]

Mr. Goldspink presented the Report of the Advancement and Community Relations Committee noting that there were no decision items for the consideration of the Board.

a) Community-University Relationship Builders Committee
[An Information Item to the Committee *TOPIC: Community-University Relationship Builders Committee (CURB)* dated January 11, 2007 had been distributed with the meeting materials.]

The Report had been distributed for information.

b) Alumni Relations Program Updates
[An Information Item to the Committee *TOPIC: Alumni Relations Program Updates* dated January 4, 2007 had been distributed with the meeting materials.]

Mr. Goldspink encouraged Trustees to attend the Alumni Association's 30th anniversary celebration on Saturday, March 3, during which 30 Brock graduates who best exemplify Brock's core values through their scholarly, creative, humanitarian or professional contributions will be honoured.

c) Re: Acceptance of the Report

On a motion by Mr. Goldspink, seconded by Ms. Staff and carried, it was

**RESOLVED that the Report of the Advancement and Community Relations Committee as contained in the minutes of its meetings held December 12, 2006 and January 18, 2007 be accepted.**

In response to a question, Dr. Lightstone provided a brief update on the search for a Vice-President, Advancement.

**8. REPORT OF THE SPECIAL BOARD GOVERNANCE COMMITTEE**

[A Decision Item to the Board *TOPIC: Special Board Governance Committee Report* dated March 1, 2007, together with Appendix A: Brock University Board of Trustees Responsibilities and Expectations of Trustees, Appendix B: Board Member Skills Matrix, and Appendix C: Terms of Reference Governance/Nominating Committee, had been distributed with the meeting materials.]

Mr. Howes presented the Interim Report of the Special Board Governance Committee. In addition to the decision items presented below, the Report contained a number of items for the information of the Board, including changes to the structure of Board meetings, and a Notice of Motion to amend the General Bylaws of the Board of Trustees.

a) Annual Board of Trustees Orientation and Strategic Issues Sessions

On a motion by Mr. Kroeker, seconded by Ms. Rogers and carried, it was

**RESOLVED that a mandatory orientation session be held annually in September and that a strategic issues session be held annually in January for the Board of Trustees.**

b) Responsibilities and Expectations of Trustees

**MOVED** (Kroeker/Rogers)

**That the Board of Trustees adopt the Responsibilities and Expectations of Trustees dated March 1, 2007 as outlined in Appendix A.**

During discussion, Dr. Lightstone and Mr. Howes addressed questions and comments from members. Several suggestions were proposed to the Special Board Governance Committee to enhance the document and further clarify the roles, responsibilities and expectations of the Board and individual Trustees.

**MOVED** (Sydor/Kroeker)

**That the motion to adopt the Responsibilities and Expectations of Trustees as outlined in Appendix A of the Interim Report of the Special Board Governance Committee be tabled.**

**CARRIED**

The Special Board Governance Committee would reconsider the document in light of the discussion held and would report back to the Board at either the April or June meeting.

c) Draft Board Member Skills Matrix

On a motion by Mr. Kroeker, seconded by Ms. Jahnke-Haslam and carried, it was

**RESOLVED that the Board Member Skills Matrix dated March 1, 2007 as outlined in Appendix B of the Report be adopted.**

d) Notice of Motion

Pursuant to Article 22 of the General Bylaws of the Board of Trustees, a notice of motion was given to amend the Bylaws with respect to changes to the Planning, Finance and Human Resources Committee, the Governance Committee and the number of Board Vice-Chairs of the Board, as outlined in detail in the Report. With respect to the proposed Terms of Reference of the Governance/Nominating Committee, outlined in Appendix C of the Report, two amendments were noted regarding the composition. The Immediate Past Chair of the Board would serve as Chair of the Committee, and the four lay Trustees appointed to the Committee could not be standing for re-election to the Board in the year they would serve on the Committee.

The motions would be presented to the Board of Trustees for approval at its next meeting on April 26, 2007

## 9. REPORT OF THE PRESIDENT AND VICE-CHANCELLOR

[The President's Reports dated January 24, 2007 and February 28, 2007 had been distributed with the meeting materials.]

Dr. Lightstone referred Trustees to his written Reports.

The President then noted that that Dr. Moriyama's term as Chancellor expires on March 31, 2007 and this would have been his final Board meeting.

On a motion by Dr. Lightstone, seconded by Dr. Segalowitz and carried, it was

**RESOLVED that the Board of Trustees expresses its heartfelt gratitude to Dr. Raymond Moriyama for serving as Chancellor of Brock University for the past six years, the responsibilities of which he has discharged with dedication, grace, enthusiasm and good humour. The Board thanks Dr. Moriyama and Mrs. Sachi Moriyama for the pleasure of their company, wishes them health, happiness and good fortune, and implores Dr. and Mrs. Moriyama to visit the University often by extending them a perpetual welcome.**

Trustees applauded the sentiments expressed in honour of Dr. Moriyama.

In keeping with the recommendation in the Report of the Special Board Governance Committee, Dr. Lightstone led the Board into a strategic issues discussion. The President prefaced the chosen topic of university finances by reviewing the current budget estimates for 2007-08. Following a

generative discussion, Dr. Lightstone thanked Trustees for their comments, suggestions and insight.

## 10. OTHER BUSINESS

Dr. Segalowitz expressed his appreciation to the Board of Trustees, Administration, Facilities Management and staff for their steadfast support in the establishment and construction of the Lifespan Development Research Centre.

Mr. Howes encouraged Trustees to provide feedback regarding the meeting structure changes that had been implemented today.

## 11. ADJOURNMENT

The meeting adjourned at 6:46 p.m.

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| Michael Farrell, Secretary | David Howes, Chair |