

**Report to the Concordia University of Edmonton Faculty Association
From its Representative on the Board of Governors
July 2021**

It has been two years since my last published report to the Association. Our representation on the Board has also now passed to Dr. Bradford. I will provide a rather substantial report, therefore, of Board activities and of my involvement over the past two years. I will only report the things I believe you are most likely to be interested in (and may not already know, through other channels). The Board has done much, much more than I report here, of course.

First, some general background information and comments:

Subject only to the Concordia University of Edmonton Act (<https://concordia.ab.ca/wp-content/uploads/2016/12/CUE-Act-2015-with-Act-of-Incorporation-and-previous-amendments.pdf>), Concordia's Board is the institution's ultimate governing authority. Alberta's Post-Secondary Learning Act (PSLA) imposes bicameral governance upon Alberta's public universities. Though their Boards are their senior governing authorities, their General Faculties Councils govern the academic affairs of the universities. A number of years ago (in its efforts to see Concordia recognized as a university), Concordia's Board decided to voluntarily follow as far as possible the provisions regarding public universities in the PSLA. The membership of our Board largely mirrors, for example, the membership provisions of the PSLA regarding public university Boards. It has long struck me as odd that neither our Act, nor our Board Bylaws, mention bicameral governance or our GFC. But in my observation, our Board has clearly followed the practice of respecting the GFC's role in governing the academic affairs of the university. That includes recent changes to authorities over policies, and respecting the academic decisions of the GFC. Reporting to the Board significant academic decisions of the GFC is specified in the Terms of Reference of the Board's Executive and Governance Committee.

In my opinion, our Board has been, and continues to be, composed of excellent people with strong credentials. They act with the best interests of the institution in mind. As is typical of such Boards, they tend to come from the corporate sphere. So sometimes, I think that inhibits their understanding of the uniqueness of universities. But I have mostly not seen this as a serious problem. Our Board is also intentionally quite diverse in terms of areas of expertise and specific profession: accountants, financial advisors, teachers, politicians, CEO's, physicians, lawyers, etc. Our previous institutional president recruited a number of very prominent people in the Edmonton area to be on our Board. More recently, we have been increasing the number of alumni members. I have found them all excellent people to work with.

Concordia's Board meets quarterly and has a number of Committees (including Executive) that can meet more frequently. In addition to participating in these Board meetings, I have served as a member of the Board's University Relations Committee.

There have been two main themes to my engagement on our Board: First, I have striven to protect the role of the GFC as the academic governing body of the institution. Here the Board has responded very positively to my motions to identify the GFC as approving authority for our academic policies. Secondly, I have consistently pushed for as much openness, transparency, and broad accountability as possible, and pushed against the concentration of power in the hands of few people. I've advocated for more representative democracy. (Human fallibility being what it is, I believe the opposite is dangerous. We humans need each other to keep us on the straight and narrow, and prevent us from making serious mistakes.) I have felt obligated to challenge things and move improvements much more than I would have liked. (Being a Faculty member often gives one insight into the implications of things that wouldn't naturally occur to other Board members.) So, I fear I've been more of a gadfly than I would have preferred. But, thankfully, no hemlock seems to have been handy.

The following is a listing, then, of some of the Board's actions in its open session meetings the past two years. (The Board also sometimes has "closed sessions" to discuss confidential matters. I obviously cannot report on those.)

At the Board's August 2019 meeting:

1. Stephen Mandel returned as our Chancellor after his leave of absence while leader of The Alberta Party. (The Chancellor is a voting member of Concordia's Board.)
2. As usual, the Board passed the Annual Report for the previous academic year and the institution's audited financial statements for that year. (These Reports, including these statements, and can be found at <https://concordia.ab.ca/about/who-we-are/governance/institutional-documents/>.)
3. Terms of reference for the Board's Committees were revised. (Faculty and staff Board members are now permitted on the Finance Committee but not the HR Committee.)
4. Our Registrar reported spectacular enrollment growth for the coming year. And the VP Academic reported the challenges this represented in terms of facilities and staffing.
5. In my report to the Board as Faculty Association representative I reported that,
 - i) The Alberta Labour Relations Board had recently ruled in the Association's favour in a dispute regarding the Association's role as sole bargaining agent for all its members.
 - ii) An arbitration hearing had been scheduled for February for a probationary faculty member whose probationary contract was not renewed.
 - iii) The institution had increased our annual parking fees to \$775+GST, from \$504 the previous year and \$260 the year before, for a reserved stall with power.

At the Board's November 2019 Meeting:

1. Before the meeting, the Chair of the Board informed me that my reports to the Board as Faculty Association representative would no longer be conveyed to the Board. (At the beginning of 2019 I initiated providing reports to the Board, as FA Rep, as well as providing reports to the Association on Board activities. My reports to the Board were included in the Board meeting packages for the March, May, and August meetings.) The Chair explained that "when it comes to labour relations that is something that the administration owns." He still wanted such reports to come to him personally, however, as part of his job of holding the president accountable. He could share things with the Board when he judged that there was a performance issue.

I expressed my belief that it was best for such reports to go to the whole Board because otherwise the Board only receives the information the administration chooses to give it relating to labour relations. I also noted that the University of Alberta, for example, includes a report from its Academic Staff Association [among other stakeholder groups] among its regular reports in the Board's open meeting consent agendas.

2. The Board received the regular report of the VP Academic and Provost, which reported the establishment of our Strategic Enrollment Management Committee, searches beginning for 11 new academic staff (many were retirement replacements), the appointment of Dr. Illaraza as Assistant Vice-President Research, and progress on a new Strategic Research Plan. In response to questions, Dr. Henitiuk told the Board that our current 4-4 teaching loads are high, and she expected that the Faculty Association would propose reducing that load in the bargaining of our next Collective Agreement.
3. The Board received the report of the VP External Affairs & International Relations who reported, in response to questions, that the earlier-reported MOU with Campbellsville University in Kentucky (in relation to our MISSIM/MISAM programs) had been terminated. The partnership had not worked out.
4. The Board discussed the need to operate at a surplus to finance the institution's capital expenses (primarily buildings). It was also noted that there was a potential danger here since the province had been recently guided by institutions' surpluses in making budget cuts. Also mentioned was the government's encouragement of institutions to avoid "administrative bloat."
5. Conforming to new governmental expectations, the Board passed a new Policy on Freedom of Expression:

POLICY PURPOSE

Concordia acknowledges the right of all members of our campus community to express themselves freely at all times and without hindrance, providing that such expression is in keeping with Canadian law.

POLICY

With respect to the issue of freedom of expression on campus, CUE adopts the University of Chicago Statement on Freedom of Expression as being the guiding

principles on this matter. CUE recognizes that the scope of these principles applies to all aspects of campus life at Concordia University of Edmonton. Freedom of expression at CUE must be exercised with due regard for Canadian law.

RELATED POLICIES AND DOCUMENTS

The Chicago Principles can be found online at <https://freeexpression.uchicago.edu/>

6. The Board heard a presentation of a new Campus Master Plan. It included very long-term plans, but also shorter-term plans for a new dormitory and academic building.

At the Board's February 2020 meeting:

1. Before and at the beginning of the meeting I was surprised to hear the claim made that contents of the Board's "open session" meetings are "confidential." At the end of the meeting, I said that I believed that this claim was clearly false, given the Board's Bylaws. The Bylaws explicitly state that the Board's open session meetings are open to the public and media, that "The majority of Board information, e.g., . . . Open Session agendas and minutes, [are] intentionally placed in the public domain," and confidential matters are to be discussed in the Board's "closed session" meetings. Since I've heard no such claim since, I assume the confidentiality claim came to be recognized as a misunderstanding.
2. The institution's fiscal year is from April through March. Therefore, at each February/March Board meeting in recent memory the Board has passed the institution's budget for the next year. Through 2019, this has always been done in open session. At previous meetings I had been expressing the opinion that the Board was not receiving or approving a budget with enough detail. (The previous year's budget was presented on one page, with some accompanying general commentary. There was only a single figure given for each Faculty to cover all salaries, benefits, and all other expenses, for all the programs in that Faculty. No further breakdown.) This represented a marked reduction in the detail of budget provided to, considered, and passed by the Board in past years. At this February 2020 meeting, the budget was not included on the agenda, or discussed, in the open session Board meeting. The Board did have a closed session meeting.
3. The Board approved a new Policy on Intellectual Property for Non-Academic Staff, and a new Visiting Scholars policy. The latter also required GFC approval. (Policies are posted at <https://concordia.ab.ca/about/who-we-are/governance/policy-and-procedures/policy-manual/>.)
4. There was discussion regarding the new performance metrics the provincial government will now be using to evaluate the province's publicly-funded post-secondary institutions, including the metrics for Concordia specifically.

At the June 2020 meeting (held at-a-distance via Google Meet):

1. The Board discussed the president's report on the institution's response to the pandemic. I expressed my personal opinion that the institution had dealt with the situation exceptionally well. This included my opinion that the administration had made excellent, timely decisions and communicated them very effectively.

2. The Board passed policies and policy revisions regarding Program Suspension and Termination, New Academic Program Approval, Academic Colleagues, Conflicts of Interest and Commitment, and Visiting Scholars. The GFC is co-Approving Authority on all but the Conflict of Interest Policy.
3. The Board approved a revision of its Bylaws. Much of this was editorial “housekeeping.” One substantive change was that the Board would no longer appoint the institution’s Vice Presidents and Deans (on the president’s recommendations). The Board would only now hire the president, who would hire the rest of the administration. The rationale was that this is what is done in the corporate world; the Board hires only the CEO and expects them to run the organization. I spoke against the change, arguing that 1) universities are very different than businesses, 2) keeping the Board involved in these appointments would help the Board be better informed about how the institution was being managed, and 3) the Post-Secondary Learning Act (PSLA) specifies that the Registrar and Deans of public universities are to be appointed by the Board. I said that I thought the earlier Board decision to follow the PSLA as much as possible was wise and put us in good stead with the province. The bulk of the Board plainly disagreed with the PSLA on this point, however, and seemed not bothered by this deviation from the PSLA. (The Board’s Bylaws (after these changes) can be found at <https://concordia.ab.ca/wp-content/uploads/2020/09/CUE-Board-of-Governors-Bylaws-June-2020.pdf>.)

At the August 2020 Meeting:

1. Each August new members are welcomed to the Board, after an orientation the previous day.
2. The president gave an update including regarding our fall “reopening,” predominantly online in light of the pandemic.
3. The Board passed a substantial revision to the Code of Conduct that is to apply to all “CUE Members”—including employees. Mostly I believe the Code is good. I objected to the wording of two new clauses, however:

1.1 When engaged in CUE business, CUE Members shall not behave in a manner that brings discredit to the University or which adversely affects CUE’s credibility and reputation.

1.2 CUE Members off-duty behaviour and conduct shall not harm the reputation of the University or bring discredit to CUE, CUE Members, and its community.

I argued that this wording would open up the university to attack by people who might find an employee’s behaviour in their personal life objectionable. It is easy to manufacture discredit to the institution for tolerating an employee who behaves, in their personal lives, in a way to which someone objects. These clauses could make the institution responsible for policing our personal lives. That struck me as a bad idea. The revision passed, however.

The revised policy can be found at https://documents.concordia.ab.ca/s/8v-u0_gyTV0tiDg2iqB8jQ. Except that the wording of 1.1 and 1.2 posted there does not match the wording passed by the Board. In fact, it is worse, in my opinion: “CUE Members’ off-campus behaviour and conduct shall not constituted Misconduct or Wrongdoing . . .” So, if

any of us do anything unethical at all in our personal lives, whether it has any effect on CUE, this is a violation of this policy. Here CUE seems to me to be making its employees' personal lives its business.

The Board did not pass this latter wording, however. I have brought this discrepancy to the attention of President Loreman, and reiterating my opinion that even the Board-passed wording invites trouble.

4. The Board modified the Academic Department Annual Report Policy, giving the VP Academic and Provost authority over this policy. It also revised the Academic Program Cyclical Review Policy. At my suggestion, approval authority over this policy was given to GFC.
5. The Board received a report from Danielle Powder on an anti-racism initiative at CUE, funded by a Government of Alberta Anti-Racism Community Grant.

At the November 2020 Meeting:

1. The Board approved the Annual Report for 2019-20.
2. It approved the granting of an honorary doctorate to Al Huehn—long time Board member, previous Board Chair, and generous supporter of CUE.
3. It approved new Funding and Governance Policies for CUE's Employee Pension Plan.

At the February 2021 Meeting:

1. The Board received from administration a requested Summary Report on CUE's Strategic Direction. The Report highlighted our current institutional Academic Plan, Strategic Research Plan, draft Campus Master Plan, and Comprehensive Institutional Plan.
2. It also received a requested 30-year Cash Flow Projection relating to our soon-to-be-constructed New Academic Building.
3. It received "A Road Map for a Second Term" from President Loreman, who had recently accepted from the Board a second term as our institutional president. (The objectives expressed in this Road Map were subsequently presented at an online town hall.)

At the June 2021 Meeting:

1. The Chair and President reported the Government of Alberta's initiative to reorganize "Campus Alberta" into two sectors: 1) Universities and 2) Colleges and Polytechnics. The province's publicly funded private universities, like CUE, have so far been left out of this realignment; they have not been assigned a sector, such as the 'independent sector' we have occupied for a number of years. We are requesting placement in the universities sector.
2. The Board ratified the appointment of the stakeholder-nominated members of the Board for the coming year. This included Tolly Bradford to replace me as Faculty Association representative. (Also ratified were two CSA and one GSA nominee, John Washington as GFC representative, and Andrew Sterne as Non-Academic Staff representative.) Committee memberships were also approved.

3. The Internal, and Student, Research Grant Policies were revised and approval authority given to GFC. A Donations and Fundraising Policy was approved.
4. Terms of Reference were approved for a newly-combined Audit and Pension Committee.
5. A new “Investment Management Agreement” between CUE and Alberta’s Department of Advanced Education was approved. The Agreement conditions 5% (or \$634k) of CUE’s provincial grant on a 5% increase in the number of our programs that include Work Integrated Learning.
6. The VP Finance and Operations reported that the institution finished the 2020-21 fiscal year (April-March) with approximately an \$11.4m surplus.

(As mentioned earlier, these surpluses are being saved to fund new buildings. As a non-public institution, CUE receives no funding for capital expenses for the province. Our audited financial statements from the previous four years showed surpluses of 2.7, 1.7, 4.7, and 7.7 million dollars. The increased surpluses are the result of increased tuition and fee revenue from our burgeoning enrolments. In fact, this has significantly changed the proportions of where our institutional revenues come from. In 2019-20, 58.5% of CUE’s revenue came from tuition and fees, 30.8% from our government grant, 1.3% from ‘other grants, donations, and fundraising,’ and the balance from ‘auxiliary operations’ (e.g., parking, bookstore, dormitories, facility rentals) and other income. This is in striking contrast with the proportions in 2013-14, for example, when 41.4% of our revenue was from tuition and fees, 46.4% from government grant, and 2.2% from other grants and donations.)

7. Each year at this meeting the Board considers revisions to its Bylaws. Proposed revisions require a 2/3 vote to pass, but do not require presentation at a previous meeting.

At this meeting, proposed revisions included adding the wording ‘The Board reserves the right to reject the nomination of a stakeholder member under Section 7.4 of the Bylaws. . . .’ This meant that the Board could reject a nominee of the Faculty Association (or GFC, or CSA, or GSA, or Alumni Association). There was no restriction on the reasons for which a stakeholder nominee could be rejected. I have some difficulty with Board members not nominated by any stakeholder group rejecting nominees of stakeholder groups. I acknowledged, however, that if a nominee was clearly not qualified, given the standards articulated in the Board’s Bylaws, it could be appropriate to reject them. So I moved that this sentence be added, “The Board may do this by Special Resolution, on the basis that the nominee is not qualified for Board membership according to the general standards for Board membership expressed in these Bylaws.” This Bylaw change was passed, with my amendment. So the Board can now reject a stakeholder nominee for Board membership. But it would require a 2/3 vote on the basis that the nominee is not qualified, given the standards articulated in the Board’s Bylaws.

8. Another proposed Bylaw change was to strike the specification that the Board’s stakeholder members include two alumni “*nominated by the Concordia Alumni Association.*” The Board would now include two alumni (it currently has more), but they need not be nominated by the Alumni Association. The explanation was that the group was not currently in a good position to nominate Board members. I expressed dismay that our Alumni Association was not healthy enough to do this (as the PSLA specifies for public universities). The revision was passed, with modification: ‘Two CUE alumni, nominated by the Concordia Alumni Association or at large.’

9. The Board also changed its Bylaws to place the appointment of its committee chairs entirely in the hands of the Board Chair, rather than Executive Committee. I raised my hand to question, and likely oppose, this concentration of power. But my hand was apparently not noticed.

10. The Board Chair, Russ Morrow, indicated that he was not continuing as Chair. A new Chair was elected: John Acheson. John is beginning his second 3-year term on the Board and was Vice-Chair this past year. I became familiar with him especially through his leadership of the University Relations Committee. I think highly of him. I believe he has a strong moral compass and is ambitious for what CUE can do. Jessica Shantz, Chair of the Board's HR Committee, was elected Vice-Chair. You can see student interviews with both of them at

<https://concordia.ab.ca/about/who-we-are/leadership/board-of-governors/meet-the-board/>.

11. Before and during the meeting I became strongly convinced that CUE needs to greatly strengthen and broaden its stakeholder engagement in order to achieve its goals. I also started to wonder whether it is safe or appropriate to have our institution governed by such a small group of 20 people, most of whom are not selected or directly answerable to any stakeholder group. (The Board's "public" members are selected, and mostly nominated, by its current Board members. The Executive Committee [containing no stakeholder-nominated members] vets the nominees. The Board Bylaws say that the Board is "accountable to the people of Alberta.") The Board has a good member-vetting process, which including seeking various competencies. And I believe we have a good Board. But I worry about the Board becoming out-of-touch over time with the needs and desires of the institution's stakeholders (including the general public). To help address both challenges—and help realize our objective of Concordia becoming "Canada's Preeminent Small University"—I conveyed to our president and Board Chair two suggestions: 1) Further distinguish ourselves for doing an exceptional job of developing our students' transferable skills. 2) Build a large community stakeholder group with a concrete say in the institution's direction, to which the Board could be answerable. People are much more likely to support something they have a say in.

More immediately, I requested that the Board's open session agendas and minutes be posted publicly. Alberta's public universities do this. This would help realize the Board's accountability to the people of Alberta—who could then read for themselves what our Board does. And it would fulfill the Board's own Bylaws, which state that these agendas and minutes are "intentionally placed in the public domain" (10.4.3(b)). (Stakeholder members like myself will also not feel an obligation to provide such detailed reports, from our own perspectives, to our respective groups! 😊 [Congratulations if you made it this far!]). Given the response, I am optimistic that this will be done.

Thank you for the privilege of representing your perspectives on Concordia's Board the past 3.5 years. I hope I've represented them well.

Respectfully submitted,
Jonathan Strand