OPEN SESSION

1. REMARKS FROM THE CHAIR
   Welcome. For the benefit of new governors, the chair asked those governors present to introduce themselves.

   Conflict of Interest Declaration. Consistent with Board of Governors Bylaw 1, the chair requested governors to complete and return to the secretary no later than June 30, 2011.

   Federation Hall. The chair acknowledged those students present to show their interest regarding the use of Federation Hall. Governors heard that the president and the associate provost, students have prepared a statement confirming the university’s commitment to a continued partnership on student space with the Federation of Students and further dialogue and negotiation on the plans for Federation Hall.

Consent Agenda
The board heard an omnibus motion to approve and/or receive for information by consent items 2-4 below.

2. APPROVAL OF MINUTES
   The minutes of the April 5, 2011 meeting were approved as distributed.

3. REPORT OF THE PRESIDENT
   Recognition and Commendation. The board received this report for information.

   Sabbatical Leaves/Leave Change and Administrative Appointments. The board approved the recommended leaves/leave change and received the administrative appointments for information.

4. REPORT OF THE VICE-PRESIDENT, ADMINISTRATION & FINANCE
   Incidental Fees. The board approved the recommended fee changes to the Federation of Students
Fee, the Federation of Students Administered Fee and the GSA Administered Fees, and the fees for full-time undergraduate students enrolled at the UAE Campus in engineering and mathematics.

Booth and McKay. Carried.

Regular Agenda

5. BUSINESS ARISING FROM THE MINUTES

There was no business arising.

6. REPORT OF THE PRESIDENT

Passages. The president welcomed former governor Tim Jackson, attending his first meeting of the board in his new role as interim vice-president, external relations. He paid tribute to Ken Coates, dean of arts, and Mark Seasons, dean of environment, who leave their respective offices June 30, 2011.

He focused his remarks on the following [www.secretariat.uwaterloo.ca/20110614pr.pdf]:

- **Postsecondary Enrolment in Canada.** In the past fifteen years there has been significant growth in student enrolment, number of faculty members, operating costs/funding and research funding. Full-time Canadian undergraduate enrolment and global demand for international student places are predicted to continue to grow.

- **Key Future Challenges.** There is a growing need for different types of infrastructure. Organizations, including universities, are preparing by establishing new partnerships, increasing collaboration, thinking beyond traditional disciplinary boundaries, establishing multidisciplinary teams, doing things on an international scale, and striving for innovation. Research and teaching re: water resources and aging are particularly strategically relevant.

- **Federal Budget.** The June 6 budget maintains commitments to provide $80M in new funding for three years through the Industrial Research Assistance Program to help SMEs (small and medium-sized enterprises) accelerate adoption of key ICT (information and communication technologies) through collaboration with colleges; establish ten new Canada Excellence Research Chairs, some in fields relevant to Canada’s Digital Economy Strategy; increase the budgets of all three federal granting councils by $47M annually, including support for indirect costs; support research links between colleges, universities, and businesses to improve commercialization; enhance and expand eligibility for Canada Student Loan and Grant programs for part- and full-time postsecondary students.

- **Progress against the Sixth Decade Plan.** Progress against targets was presented as considered at the recent Executive Council Retreat, focusing on student success (new initiatives are being introduced), student retention (increasing, but not at sufficient magnitude), undergraduate enrolment (on target), research intensity (making significant progress), internationalization (graduate target has been exceeded, work is needed on the undergraduate side) and graduate studies (total number has increased, but ratio to undergraduates is well below target).

- **Other News.** Various Waterloo news items were presented including: Professor Mark Zanna has been awarded a $100,000 Killam Prize – one of five such prizes, called “Canada’s most distinguished annual awards,” given by the Canada Council for the Arts; “for his tremendous contributions to science in Canada,” Professor Michele Mosca has been named one of the country’s Top 40 Under 40; renaming of the David Johnston Research + Technology Park; success of the Waterloo Global Science Initiative Equinox Summit; opening of the Chanchlani India Policy Centre; undergraduate enrolment – 108% of target, spring convocation (June 15-
Priorities of the President, 2011-12. The board received these priorities for information.

7. REPORT OF THE VICE-PRESIDENT, ACADEMIC & PROVOST

Executive Council Priorities, 2011-12. The board received these priorities for information, hearing that the focus will be on improved communication, the Student Success Office, reduction of the student/faculty ratio and developing measures of research impact.

In response to questions, governors heard that: challenges to reducing the student/faculty ratio include start-up funds and space (lab and office); mentoring of faculty members is of interest to many; expanding breadth of knowledge of staff on campus could be accomplished through secondments/job shadowing; undergraduate growth is in part due to the need to be opportunistic re: funding.

Process for Transition to Clinical Professorial Ranks by Continuing Clinical Lecturers. The board heard a motion to approve the proposed process.

Gordon and Schlegel. Carried.

Undergraduate Admissions Update [www.secretariat.uwaterloo.ca/20110614uaes.pdf]. Speaking to his PowerPoint presentation, Ken Lavigne, registrar, noted that the numbers are a “good news story.”

8. REPORT OF THE VICE-PRESIDENT, EXTERNAL RELATIONS

[“Fundraising Highlights – Sixth Decade Progress” and “New Gifts and Pledges – $250K+ Donors” at governors’ places; www.secretariat.uwaterloo.ca/20110614vper.pdf]

Speaking to her PowerPoint presentation and report, Linda Kieswetter, associate vice-president, principal gifts and campaigns, reported that $328.5 million was raised between May 2007 and April 2011, including $9.5 million in realized bequests, which is significant for a young institution. In presenting highlights of the 2010/11 fiscal year, Kieswetter noted that Waterloo did not meet its fundraising goals (attributable in part to the slow economic rebound, and development staff turnover and vacancies); however, outstanding pledges are at $6.3 million and proposals being considered total $96.7 million. Kieswetter recognized key gifts during the fiscal year and noted major focuses (capital projects, and building faculty teams and major gifts pipeline).

9. REPORT OF THE VICE-PRESIDENT, UNIVERSITY RESEARCH

[www.secretariat.uwaterloo.ca/20110614vpur.pdf]

The vice-president focused his remarks on the following: federal budget highlights (research friendly; $50M over five years to Perimeter Institute; indirect costs program; funding to advance digital economy, collaborative initiatives in India, joint college-university commercialization projects); Waterloo successes (third year in a row of double digit increase in sponsored research; named by Research Infosource as top research university in comprehensive category in 2010; all five projects submitted to Ontario Research Fund were funded).

In response to questions, the board heard that: Waterloo is actively pursuing industry funding; efforts are underway to make reporting standards consistent among the U15.

10. REPORTS FROM COMMITTEES

Audit

- UW Financial Statements, 2010-2011. The board heard a motion to delegate its authority to approve the university’s audited financial statements for the fiscal year ended April 30, 2011 to
the Board Executive Committee.

McKay and Gordon. Carried.

The remaining item in the report was received for information.

**Building & Properties**

- **Health Services Addition.** The board heard a motion to approve the granting of an easement to the City of Waterloo for a future realignment of the existing municipal sanitary sewer.

  Booth and Lazaridis. Carried.

- **Science Addition.** The board heard a motion to delegate its authority to the Building & Properties Committee to award a design/build contract for the construction of the science building addition prior to the board meeting in October.

  Booth and Stork.

  In response to a question, the board heard that potential advantages of design/build over retaining the architect independent of the general contractor include reduced risk to Waterloo and faster completion of the project.

  The motion carried.

- **Needles Hall Addition.** The board heard a motion to approve a project budget of $11.6 million for an addition to the north façade of Needles Hall.

  Booth and Gill.

  In response to questions, the board heard that: an alternative to building is to lease space off campus, which results in more expensive operating costs; the Building & Properties Committee monitors the debt ratio at each meeting; there has been little increase in administrative space.

  The motion carried.

The remaining items in the report were received for information.

**Finance & Investment**

- **Endowment Fund Investment Guidelines.** The board heard a motion to approve the revised Endowment Fund Investment Guidelines.

  Gordon and McKay. Carried.

The remaining items in the report were received for information.

**Pension & Benefits**

- **Actuarial Valuation of the UW Pension Plan as at January 1, 2011.** The board heard a motion to approve the Actuarial Report: University of Waterloo Pension Plan as of January 1, 2011, recognizing that the report will not be filed with the Financial Services Commission of Ontario.

  Schlegel and Walker. Carried.
• **Statement of Investment Policies & Procedures for UW Pension Plan.** The board heard a motion to approve the January 1, 2011 version of the University of Waterloo Pension Plan (2000) Statement of Investment Policies & Procedures.

  Gordon and Walker. Carried.

• **Pension Plan Text Restatement.** The board heard a motion to approve the proposed pension plan text restatement.

  Booth and McCutchan. Carried.

The remaining items in the report were received for information.

11. **OTHER BUSINESS**

**Institute for Quantum Computing Annual Report to the Minister of Industry – Executive Summary.** The board heard a motion to approve the report for submission to Industry Canada.

  Gill and McKay.

  In response to questions, the board heard that trailers are to be removed before the fall term and the hope is to occupy the new building by January 2012.

  The motion carried.

**New School of Public Health and Health Systems.** The board heard a motion to approve transforming the name and mission of the Department of Health Studies and Gerontology to create a School of Public Health and Health Systems within the Faculty of Applied Health Sciences.

  Watson and Schlegel. Carried.

The board convened in confidential session.
CONFIDENTIAL SESSION

It was understood that governors are to keep confidential any discussion and decisions reached in this section of the meeting. The vice-presidents were invited to remain for this session and the associate provost, human resources for item 12.

Regular Agenda

12. REPORTS FROM COMMITTEES (A)
   Pension & Benefits
   - Registered Pension Plan Investments. The board heard a motion to terminate Waterloo’s relationship with Highstreet Asset Management Inc.
     Gordon and McKay. Carried.

     The board heard a motion to appoint Oldfield Partners LLP as a global equity manager for the University of Waterloo registered pension fund.
     Gordon and McKay. Carried.

Consent Agenda
The board heard an omnibus motion to approve by consent items 13-15 below.

13. APPROVAL OF MINUTES
The minutes of the March 11 and April 5, 2011 meetings were approved as distributed.

14. REPORT OF THE PRESIDENT
   New Appointments with Tenure. The board approved the recommended new appointments with tenure. It was noted that Pascal van Hentenryck has declined Waterloo’s offer.

15. OTHER BUSINESS
   Delegation of Authority. In the event that the University Secretary Nominating Committee is ready to report before the regular October meeting of the board, the board approved delegating to its Executive Committee authority to approve the appointment on behalf of the board.

Gordon and Booth. Carried.

Regular Agenda

16. BUSINESS ARISING FROM THE MINUTES
There was no business arising.

17. REPORTS FROM COMMITTEES (B)
   Governance. The board received this report for information.

18. OTHER BUSINESS
There was no other business.

19. NEXT MEETING
The next meeting is scheduled for Tuesday, October 25, 2011.

October 14, 2011

Marie Armstrong
Associate University Secretary