University of Waterloo
BOARD OF GOVERNORS
Minutes of the Tuesday, October 25, 2011 Meeting


Regrets: Sheila Ager, Jonathan Cluett, Geoffrey Hayes, Paul Koenderman, Karen Maidment, Satish Rai, Gerry Remers, Prem Watsa

OPEN SESSION

1. REMARKS FROM THE CHAIR
   Welcome. The chair welcomed those present to the fall meeting and extended a special welcome to Douglas Peers, dean of arts, and André Roy, dean of environment, attending their first meeting of the board in their new roles.

   Ian Goulden, dean of mathematics, welcomed everyone, expressing his pleasure at hosting the meeting and the reception to follow in Math 3.

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 June 14, 2011 meeting were approved as distributed, having noted that not all of the students present at the meeting were able to complete attendance cards (Item 1, Federation Hall).

3. REPORT OF THE PRESIDENT
   Promotion of Faculty Members. The board received this report for information.

   Recognition and Commendation. The board received this report for information.

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

4. REPORT FROM THE EXECUTIVE COMMITTEE
   The board received this report for information.

Gordon and Booth. Carried.
Regular Agenda

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

   - **Ontario Election, October 6, 2011.** The Liberal Party has formed a minority government with cabinet changes, including: John Milloy as Minister of Community and Social Services and Government House Leader; Glen Murray as Minister of Training, Colleges and Universities. Election promises included 60,000 new post-secondary spaces and three satellite campuses by 2015, and a 30% undergraduate tuition cut. The province is faced with a $16 billion budget deficit, with the next budget expected in March 2012. Waterloo will maintain engagement with all political parties, and prioritize connections with MPPs.
   - **Rankings.** Waterloo is 160th, down from 145th in 2010, in the QS Top University Rankings. In the Shanghai Jiao Ton 2011 Academic Ranking of World Universities, UW placed in the 151-200 ranking cluster, same ranking as in 2010, improving from 201-302 in 2009. Waterloo ranked in the 201-225 category of the Times Higher Education 2011-2012 World University Rankings, same as last year. Institutional Analysis and Planning is investigating data sources behind the rankings, motivated by what appear to be some significant discrepancies in how Waterloo compares to other Canadian universities.
   - **Mid-cycle Review Update.** 28 of 44 consultation sessions have been completed to date. An online survey is available to all students, faculty, staff and 67,000 alumni; over 400 survey responses have been received to date.
   - **Centre of Excellence for Research, Training, and Innovation in Seniors Health Care and Wellness.** A 192-bed facility located on the north campus with $20M in capital funding from the Ontario government plus $625,000 in annual operating/curriculum funding, and $3M in capital costs plus $45M over 20 years from the Schlegel family to support research chairs.
   - **Vanier Canada Graduate Scholarships.** Five graduate students won Vanier Canada Graduate Scholarships (four NSERC and one CIHR).
   - **Leadership Searches.** Updates were provided on the following searches: university secretary; vice-president, academic & provost; vice-president, advancement; vice-president, university relations; vice-president, university research; associate provost, students; associate vice-president, international; dean of engineering; and dean of science.
   - **2011 Performance Indicators.** Highlights include: tuition and other fees have risen to 46.1% of operating revenue; sponsored research is steadily increasing with growth in CFI, CERCI and provincial funding, and potential to grow income from industry; percentage female faculty members has remained consistent at 25% since 2007 and requires more focused attention; percentage graduate enrolment has remained steady as undergraduate enrolment has increased; sixth decade target has been met for international students as a percentage of the graduate population, but undergraduate international population is at half of target; student to faculty ratio is 29.1 (second worst in Ontario; however, some institutions may include teaching and/or untenured faculty in their calculations); students reporting an excellent first year experience on the National Survey of Student Engagement (NSSE) are well above the Ontario average.

Discussion included: the percentage of female faculty is holding steady; increase in faculty numbers is not keeping pace with that of students; it takes time to fill faculty positions; reputation rankings do not likely impact hiring, but are considered by prospective students and partners; the current system is not sustainable, so differentiation through research strength will be key; the university has a goal to improve student retention by 1% annually; over the next five years an additional 60,000 students will be in the system; the quality of students applying is increasing.
7. REPORT OF THE VICE-PRESIDENT, ACADEMIC & PROVOST
The VPAP noted that: any change in student numbers affects income; the budget was aggressive in student growth, those numbers will not be met; the government focus is to create space for 60,000 additional students by 2015, have three new satellite campuses by 2015, and put a 30% tuition reduction in place.

In response to questions, governors heard that: matching programs for graduate students vary and do not cover a large number of students; an increase in government funding is not likely; the university is dependent on international students and quality graduate students who attract scholarships.

Undergraduate Enrolment Update [www.secretariat.uwaterloo.ca/20111025ue.pdf]. At the request of the VPAP, the registrar updated governors on first-year undergraduate enrolment, advising that more than 22,000 offers of admission have been made and that the pool of Ontario students is up 2%.

8. REPORT OF THE VICE-PRESIDENT, EXTERNAL RELATIONS
The VPER called on Joanna Taylor, associate director, stewardship, to say a few words about the President’s Reception that will follow the meeting. She thanked governors for their commitment and contributions to the success of UW, advising that guests include: Circle Donors ($1,000+), 1957 Society, Laurel Society, and Leaders of Tomorrow.

In response to questions, governors heard that a Hong Kong office is being planned to make connections with the significant alumni base; alumni councils are actively consulting alumni on their interests; alumni want to be attached to the university, with social engagement being key.

The VPUR reported on various matters including: UW is leading the Southern Ontario Water Consortium (three municipalities and eight universities); CIHR grants totalling $8.8M over five years have been awarded (Fong and Leatherdale); industrial liaison officers are in place to increase sponsored research activity with the private sector; the report by the Independent Panel on Federal Support to Research and Development, chaired by Tom Jenkins, makes recommendations that call for changes to the approach to funding provided by the federal government; Research Infosource has named UW “research university of the year” in the comprehensive category; research funding received by UW is increasing; industrial policy encourages private industry research activity.

10. REPORTS FROM COMMITTEES
Audit
• Appointment of External Auditors. The board heard a motion to approve the reappointment of Ernst & Young as UW external auditors for the fiscal year ending April 30, 2012.

        McKay and Lynch. Carried

The remaining items in the report were received for information.

Building & Properties
• Health Services Addition. The board heard a motion to approve a revised budget of $8,000,000 for the project (an increase of $250,000) and award a $6,835,430 (plus HST) stipulated sum contract to Devlan Construction Limited.

        Booth and Colphon. Carried.
• Renovations to the Douglas Wright Engineering (DWE) Building. The board heard a motion to award the list of contracts for the renovation of the DWE “C” Wing within the approved budget of $15 million.

Booth and Hipel. Carried.

In response to a question, governors heard that the retrofit of the Mathematics and Computer Building (MC) deals with offices.

The remaining items in the report were received for information.

Finance & Investment. The board received this report for information. Gordon commented that: markets have changed; a subcommittee monitors asset mix, geographic mix, and conditions.

Pension & Benefits. The board received this report for information.

11. OTHER BUSINESS
There was no other business

The board convened in confidential session.

January 25, 2012

Marie Armstrong
Associate University Secretary
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.

Regular Agenda

Harding declared a conflict and excused himself; Lynch assumed the chair.

12. REPORTS FROM COMMITTEES (A)
   Pension & Benefits
   - Registered Pension Plan Investments. The board heard a motion to approve Brookfield Asset Management as an investment manager for the University of Waterloo registered pension fund.

   Gordon and Hamdullahpur. Carried.

   In response to questions, governors heard that: there are five asset managers for the pension plan; up to 10% of a fund might be managed by one manager.

   Harding resumed the chair.

Consent Agenda

The board heard an omnibus motion to approve by consent items 13 and 14 below.

13. APPROVAL OF MINUTES
   The minutes of the June 14, 2011 meeting were approved as distributed.

14. REPORT OF THE PRESIDENT
   New Appointments with Tenure. The board approved the recommended new appointments with tenure.

   Makahnouk and McKay. Carried.

Regular Agenda

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

16. REPORTS FROM COMMITTEES (B)
   Audit. The board received this report for information.

   Building & Properties
   - Land Acquisition – School of Architecture, Cambridge. The board heard a motion to approve the acquisition of a 0.5 acre parcel of land located at 25-31 and 33 Grand Avenue, Cambridge at a purchase price of $790,000 (pending confirmation of satisfactory environmental conditions).

   Booth and McKay. Carried.
Governance

- **Pool of Candidates for Appointment to the Board of Governors.** The board heard a motion to approve the inclusion of Jordan Banks, Dean Connor, Huynh-Mai Dao, Kevin Dougherty, Cindy Forbes, Laura Formusa, Christopher Portner, David Revell, Paul Rooney, and Marta Witer in the pool of candidates for appointment to the Board of Governors.

  Harding and Gordon. Carried.

  In response to questions, governors heard that: only one individual from a company would serve; a skills matrix is used when considering potential governors.

- **Appointment of Board Chair.** The board heard a motion to approve the appointment of Kevin Lynch as chair of the board, term May 1, 2012 to April 30, 2014.

  Harding and McKay. Carried.

17. **OTHER BUSINESS**

**Delegation of Authority** [at governors’ places]. The president has approved the recommendations of the Vice-President, University Research Nominating Committee and the Dean of Science Nominating Committee and motions will be put before Senate in November. In the event Senate supports these motions, the board heard a motion to delegate to its Executive Committee authority to approve the appointments of the vice-president, university research and the dean of science on behalf of the board.

  Gordon and Makahnouk. Carried

  [Note: These appointments were approved at a special meeting of the board on December 16, 2011.]

18. **NEXT MEETING**

The next meeting is scheduled for Tuesday, February 7, 2012 at 2:30 p.m.

19. **ADJOURNMENT/PRESIDENT’S RECEPTION**

The meeting adjourned at 4:53 p.m. Governors attended the President’s Reception immediately following the meeting.

January 25, 2012

Marie Armstrong
Associate University Secretary