

**University of Waterloo**  
**BOARD OF GOVERNORS**  
**Minutes of the Tuesday 27 October 2015 Meeting**

**Present:** Catherine Booth, Tara Collington, Maya D'Alessio, David DeVidi, Fraser Easton, Cindy Forbes, Allyson Francis, Murray Gamble, Sally Gunz, Feridun Hamdullahpur, Thorsten Heins\*\*, Robert Henderson, Dave Jaworsky, Karim S. Karim, Christos Lolas, John Lounds, David Porreca, Tristan Potter, Gerry Remers, Ted Scott, Ken Seiling, Jeremy Steffler, Michael Stork, Hamid Tizhoosh, Berry Vrbanovic, Karen Wilkinson, Kate Windsor, Marta Witer

**Guests:** Stephen Amirikah, Jean Andrey, Suman Armitage, Stacey Ash, Sandra Banks, Alison Boyd, Bruce Campbell, Aldo Caputo, Jana Carson, Mario Coniglio, Jason Coolman, Ray Darling, George Dixon, Rocco Fondacaro, Aaron Francis, Jim Frank, Shawn Gilbertson, Karina Graf, Sarah Hadley, Stéphane Hamade, Mark Haslett, Dennis Huber, Sean Hunt, Michael Jack, Beth Jewkes, Yuni Jo, Andrea Kelman, Derek Madge, Nick Manning, Jane Manson, Kelly McManus, Ian Orchard, Daniel Parent, Douglas Peers, Judene Pretti, Chanakya Ramdev, Chris Read, Ellen Réthoré, James Rush, Erin Sargeant Greenwood, Daniela Sesar-Hencic, Allan Starr, Pearl Sullivan, Sean Thomas, Marilyn Thompson, Brent Thornhill, Kerry Tolson, Stephen Watt, May Yan

**Secretariat:** Logan Atkinson, Karen Jack, Emily Schroeder

**Absent:** John Baker\*, Jordan Banks\*, Tom Jenkins\*, William Pristanski, Satish Rai\*, Ron Schlegel\*, William Watson\*

\*regrets

\*\*by telephone

**Organization of Meeting:** Catherine Booth, vice-chair of the board, took the chair, and Logan Atkinson, secretary of the board, acted as secretary. Atkinson advised that due notice of the meeting had been given, a quorum was present, and the meeting was properly constituted.

## OPEN SESSION

### 1. CONFLICT OF INTEREST

Governors were asked to declare any conflicts they may have in relation to the items on the agenda. No conflicts were declared.

### 2. REMARKS FROM THE CHAIR

**Welcome.** The vice-chair welcomed everyone to the fall meeting. As this was the first meeting held in the new board and senate room, she made special mention of the leading edge audio visual system and the remarkable improvement the room represents.

She offered a special welcome to Stephen Watt, dean of mathematics, attending his first meeting of the board in that capacity.

**Board of Governors Retreat.** The vice-chair asked all in attendance to make special note of the board retreat scheduled for 4 December 2015, with the program devoted to the student experience at the university.

**President's Reception.** The vice-chair reminded all in attendance of the president's reception to be held at Engineering 5, in the Sedra Student Design Centre and second floor Atrium, immediately following the meeting.

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**Comments on Changes to Agenda.** The board was advised that the standard agenda has been modified to focus more completely on risk identification and management, and to specifically identify items where board input is requested by management.

**Comments on the Board Appeal.** The vice-chair read a letter from board chair Bill Watson, reminding governors of the coming board appeal and asking everyone (save students) to participate.

**3. AGENDA/ADDITIONAL AGENDA ITEMS**

The board heard a motion to approve the agenda as distributed.

Porreca and Wilkinson. Carried.

**Consent Agenda**

The board heard a motion to approve and/or receive for information by consent items 4-8 below.

Vrbanovic and Windsor.

**4. MINUTES OF THE 2 JUNE 2015 MEETING**

The board approved the minutes of the meeting as distributed.

**5. REPORT OF THE PRESIDENT**

**Promotion to Professor.** The board received the report for information.

**Recognition and Commendation.** The board received the report for information.

**Sabbatical and Administrative Leaves and Administrative Appointments.**

**Motion:** The board heard a motion to approve the sabbatical leaves as presented in the report.

The remaining items in the report were received for information.

**6. REPORT OF THE VICE-PRESIDENT, ACADEMIC & PROVOST**

**Department Name Change: School of Environment, Resources, and Sustainability**

**Motion:** The board heard a motion to approve a change in the name of the Department of Environment and Resource Studies to the School of Environment, Resources, and Sustainability as described in Attachment 1 and effective 1 January 2016.

**7. REPORT OF THE VICE-PRESIDENT, ADMINISTRATION & FINANCE**

**Incidental Fees.**

**Graduate Student Association Fee.** The board heard a motion that the compulsory Graduate Student Association Fee, assessed and collected each term from all full-time and part-time graduate students, be increased effective winter term 2016 as presented in the report.

**Graduate Student Association Administered Fee.** The board heard a motion that the compulsory Graduate Student Association Administered Fee, assessed and collected each term from active full-time and part-time graduate students, be increased effective winter term 2016 as presented in the report.

**8. REPORT FROM EXECUTIVE COMMITTEE**

The board received the report for information.

The motion carried.

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## **Regular Agenda**

### **9. BUSINESS ARISING FROM THE MINUTES**

There was no business arising.

### **10. REPORT OF THE PRESIDENT**

**President's Update.** Hamdullahpur summarized certain activities at the university since the last board meeting. He referred to the *Community Impact Report*, remarking that it tells an extraordinary story about the relationship between the university and the communities in which it is engaged. He referred as well to the *Defining Innovation* publication, outlining the state of the university as at 28 October. The president provided a short summary of the third Waterloo Innovation Summit, this one taking place during the 2<sup>nd</sup> week of September, and commented that the university and the region are in the best position to demonstrate to the world an extraordinary capacity for innovation, and to learn from those in attendance. The president mentioned the richness of the partnership with Communitech, the impressive attendance, and the quality of the speakers. In connection with the HeforShe campaign, Hamdullahpur informed the board of six new scholarships for women in STEM disciplines. He also referred to the Science Complex federal funding announcement of 31 July to the extent of \$25 million, and to \$600,000 funding for the Columbia Ice Fields through the Canada 150 Community Infrastructure Program. The provincial funding formula for universities is under discussion with the province, and a number of important questions remain unanswered at this time. The president expressed confidence that the university's differentiators will serve us well as the project moves forward. Finally, the president mentioned that an autonomous car designed and built by two second year engineering students was the first to appear on a Canadian municipal road (Ring Road). He noted that unique insurance requirements are under consideration and the university has assurances that these things will be properly addressed before vehicles are put into service.

Slides used in this portion, and the following portions, of the president's presentation may be seen here: [https://uwaterloo.ca/secretariat-general-counsel/sites/ca.secretariat-general-counsel/files/uploads/files/20151027\\_report\\_of\\_the\\_president.pptx](https://uwaterloo.ca/secretariat-general-counsel/sites/ca.secretariat-general-counsel/files/uploads/files/20151027_report_of_the_president.pptx)

#### **Strategic Plan 2013-2018: 2014-2015 Progress and Outcomes – Fall 2015 Update.**

The president presented the annual progress report on implementation of the strategic plan.

#### **Risk Identification and Mitigation.**

The President presented comments on some of the most prominent risks facing the university and plans in place to mitigate those risks and capitalize on the opportunities that may be presented through those mitigation plans. He mentioned in particular sectoral risks (government funding, enrolment, strategic enrolment management, research productivity, hiring the best faculty and staff) and risks specific to the university's strategic plan (related to entrepreneurship and our co-op program). The president provided some comment on the university's leadership in co-operative education and on the opportunities presented by co-op 2.0. The continuing challenge will be finding sufficient quality placements for our students, both domestically and internationally.

#### **Ranking Results – Overview and Strategies for Improvement.**

The president presented information on ranking results released recently.

#### **Presentation from Co-operative Education & Career Action.**

Rocco Fondacaro, acting executive director of CECA, presented a wide ranging report on the co-op program at the university. He answered a number of questions and observations from governors, including: one of the challenges with engineering students is that the work terms are sometimes not long enough, and this in turn reduces the flexibility for some employers; the question of eight month co-op terms is constantly under consideration, including the risks associated with the impact on

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degree completion and academic performance; we always start and end a program with an academic term, and this is one of the ways in which we control for the problem of students being reluctant to return to their studies; interest in social entrepreneurship is growing at a very quick pace, and it is anticipated that programs (such as the greenhouse co-op program) will be expanded.

Slides used in the presentation may be seen here: [https://uwaterloo.ca/secretariat-general-counsel/sites/ca.secretariat-general-counsel/files/uploads/files/bog\\_oct\\_27coop\\_day\\_of.pptx](https://uwaterloo.ca/secretariat-general-counsel/sites/ca.secretariat-general-counsel/files/uploads/files/bog_oct_27coop_day_of.pptx)

## 11. REPORT OF THE VICE-PRESIDENT, ACADEMIC & PROVOST

**Undergraduate Admissions Update.** The vice-president called on university registrar Ray Darling, and his report was received by the Board of Governors for information.

Slides used in the registrar's presentation may be seen here: [https://uwaterloo.ca/secretariat-general-counsel/sites/ca.secretariat-general-counsel/files/uploads/files/bog\\_20151027\\_enrolment\\_update.pptx](https://uwaterloo.ca/secretariat-general-counsel/sites/ca.secretariat-general-counsel/files/uploads/files/bog_20151027_enrolment_update.pptx)

It was noted that the registrar's material did not refer to graduate registrations because this detail is not established until a bit later in the cycle. It was confirmed that the university's high priority in both graduate and undergraduate programs is to recruit and retain the best possible students available over the course of their programs.

Enrolment targets are set through consultation with the deans, and as aspirations for growth are established in the strategic mandate agreement. There is an annual meeting with the deans where targets are established between the deans and the university as a whole, after which the targets are provided to the Registrar's Office. The Registrar's Office then works with the individual Faculties to try to reach those targets.

The decision has been made not to compromise our entering minimum averages so as to meet our targets. The university is working with the Faculty of Arts on a strategic enrolment management plan that will focus on non-Ontario students. We are using recruiting agents on a pilot program to attract additional international students and preliminary results are encouraging.

It remains extremely difficult to attract PhD domestic students in engineering, and this is a challenge across the country. But improvement has recently been noted, with a determined effort across the faculties to recruit domestic PhDs. We are up 50% in this respect in September.

There is an element of the unconventional in our undergraduate programs, and we can translate this into graduate recruitment through intent to build co-op into our graduate programs, and to focus on our entrepreneurial nature (including our intellectual property policy and commercialization opportunity and support). The main driver of our graduate student initiative will be research excellence, and this will sustain and grow our graduate programs. Further, our course-based graduate programs are also very attractive and growing.

## 12. REPORT OF THE VICE-PRESIDENT, UNIVERSITY RELATIONS

**Update on Community Events.** The vice-president provided a report on the Waterloo Innovation Summit and the *State of the University Report*. She complimented staff on the quality of their publications, and on the very strong relationship between the university and the various communities with which it is engaged.

Slides used in the vice-president's presentation may be seen here: [https://uwaterloo.ca/secretariat-general-counsel/sites/ca.secretariat-general-counsel/files/uploads/files/20151027\\_report\\_of\\_the\\_vpur.pptx](https://uwaterloo.ca/secretariat-general-counsel/sites/ca.secretariat-general-counsel/files/uploads/files/20151027_report_of_the_vpur.pptx)

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### 13. REPORTS FROM COMMITTEES

#### Audit & Risk.

- **Appointment of External Auditors.**

**Motion:** The board heard a motion to reappoint Ernst & Young as the university's external auditors for the fiscal year ending 30 April 2016.

Forbes and Lounds. Carried.

The board received the remaining items for information.

The committee chair agreed that, in the future, the committee would provide a summary of any material issues of non-compliance when reporting on the state of statutory and regulatory compliance at the university.

#### Building & Properties.

- **Engineering 7**

**Motion:** The board heard a motion that the Board of Governors approve the award of a CCDC2 stipulated price contract for \$65,200,000 + HST to EllisDon Corporation for the construction of the Engineering 7 building.

Gamble and Tizhoosh. Carried.

The board received the remaining items for information.

#### Finance & Investment.

- **Endowment Fund Investment Guidelines**

**Motion:** The board heard a motion that the Board of Governors approve the revised Endowment Fund Investment Guidelines as presented in Attachment 1 of the report.

Wilkinson and Scott. Carried.

The board was advised that there will be further consultation on this matter, and it will be led for the most part by Pension & Benefits Committee.

The board received the remaining items for information.

#### Pension & Benefits.

- **Statement of Investment Policies and Procedures for University of Waterloo Pension Plan**

**Motion:** The board heard a motion to approve the 1 January 2015 version of the University of Waterloo Pension Plan (2011) Statement of Investment Policies and Procedures (the "SIPP") as presented in Attachment 1 of the report.

Wilkinson and Witer. Carried.

- **Amendment to the Pre-Retirement Death Benefit**

**Motion:** The board heard a motion to approve the attached resolutions amending the university's registered pension plan and payroll pension plan (collectively, the "Pension Plan") as presented in Attachments 2 and 3 of the report.

Wilkinson and Witer. Carried.

The board received the remaining items for information.

**14. OTHER BUSINESS**

There was no other business.

The board convened in confidential session.

27 October 2015

Logan Atkinson  
University Secretary & General Counsel  
Secretary to the Board of Governors