

University of Waterloo
BOARD OF GOVERNORS
Minutes of the Tuesday 5 April 2016 Meeting

Present: Catherine Booth, Tara Collington, Maya D'Alessio, David DeVidi, Fraser Easton, Murray Gamble, Sally Gunz, Feridun Hamdullahpur, Thorsten Heins, Robert Henderson, Karim S. Karim, Christos Lolas, David Porreca, Tristan Potter, William Pristanski, Satish Rai, Gerry Remers, Ron Schlegel, Ted Scott, Ken Seiling, Jeremy Steffler, Michael Stork, Hamid Tizhoosh, William Watson, Karen Wilkinson, Kate Windsor, Marta Witer

Guests: Sandra Banks, Alison Boyd, Bruce Campbell, Mario Coniglio, Jason Coolman, Ray Darling, George Dixon, Kim Gingerich, Helen Hannusch, Dennis Huber, Peggy Jarvie, Beth Jewkes, Robert Lemieux, Andrea Kelman, Derek Madge, Nick Manning, Jane Manson, Ian Orchard, Daniel Parent, Chanakya Ramdev, Chris Read, Erin Sargeant Greenwood, Daniela Seskar-Hencic, Allan Starr, Brandon Sweet, David Timms, Stephen Watt

Secretariat: Laurie Arnott, Logan Atkinson, Karen Jack, Emily Schroeder, Sian Williams

Absent: John Baker*, Jordan Banks*, Cindy Forbes*, Allyson Francis*, Dave Jaworsky*, Tom Jenkins, John Lounds*, Berry Vrbanovic*

*regrets

Organization of Meeting: William Watson, 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

Opening Remarks

Condolences were expressed to Catherine Booth on the recent death of her father, and the Chair expressed special thanks to her for attending the meeting today under difficult circumstances.

Recognition to Karen Wilkinson on her recent presentation to the Association of Fund Raising Professionals – Women in Philanthropy.

The Chair referred to the ground breaking ceremony at St. Paul's University College related to the GreenHouse Program in Social Entrepreneurship, and remarked on the investment in residence and living/learning facility. Congratulations were offered to Principal Graham Brown and Chancellor Lloyd Axworthy on that initiative.

Governors Stepping Down

A number of governors are stepping down at the end of April. The Chair acknowledged them, as follows:

- **Community-at-Large Representatives:**
Gerry Remers (Board Executive Committee, Audit & Risk Committee and Governance Committee)

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Ron Schlegel (Board Executive Committee and Building & Properties Committee)

Both governors have served two consecutive terms on Board.

- **Lieutenant Governor in Council Representative:**

Cindy Forbes (chair, Audit & Risk Committee; Executive Committee, Finance & Investment Committee and Governance Committee)

Governor Forbes has served two terms as well.

- **Faculty Representatives:**

Sally Gunz

David Porreca (Executive Committee)

Hamid Tizhoosh (Building & Properties Committee)

Professor Gunz concludes her term as Faculty Association of University of Waterloo president.

- **Undergraduate Student Representative:**

Ms Francis is graduating in Mechanical Engineering.

- **Graduate Student Representatives:**

Maya D'Alessio (Executive Committee and Building & Properties Committee)

Robert Henderson

Ms D'Alessio concludes her term as Graduate Student Association president.

Mr. Henderson has served two terms on Board.

Board of Governors/Senate Joint Orientation

The Chair reminded governors that the first ever joint orientation for members of the Board of Governors and Senate will be held on Friday 29 April 2016 in NH 3318. This session will serve to orient new governors and senators to their responsibilities and the governance of the University, and function as a refresher for those returning to Board or Senate in 2016-2017. All members of Board and Senate, including the most experienced, are welcome to attend. New members of the Board and Senate will be invited as soon as they are identified.

3. AGENDA/ADDITIONAL AGENDA ITEMS

The Board heard a motion to approve the agenda as distributed, subject to the addendum on additional administrative appointments at places.

Porreca and Wilkinson. Carried

Consent Agenda

The Board heard a motion to approve and/or receive for information by consent items 4-7 below.

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Schlegel and Porreca.

4. MINUTES OF THE 2 FEBRUARY 2016 MEETING

The Board approved the minutes of the meeting as distributed.

5. REPORT OF THE PRESIDENT

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 and administrative leaves as presented in the report.

The remaining items in the report were received for information.

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

University Professor Designation. The Board received the report for information.

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

Incidental Fee Changes

Motion: To approve the 2016-17 Student Services Fee as presented in the report.

The question was called, and the motion. carried.

The President and the Vice-President, Academic & Provost explained the reasons why faculty members taking sabbaticals receive different percentages of their full salaries. This is provided in policy, a link to which can be found here: <https://uwaterloo.ca/secretariat-general-counsel/policies-procedures-guidelines/policy-3>

Regular Agenda

8. BUSINESS ARISING FROM THE MINUTES

There was no business arising. The issue of fossil fuel investments will be addressed in agenda item 13(g), the Report of the Finance & Investment Committee.

9. REPORT OF THE PRESIDENT

President's Update. The President focused his remarks on the "Transformational Research" theme of the strategic plan, the reasons why this theme is one of the top themes in the strategic plan, and the progress made to date in this respect. He drew connections between the research activity of the faculty and teaching and learning at the University. The President made special reference to research funding and the successes of faculty in this respect, to collaborations with scholars at institutions around the world, and to research-related connections with partners in industry. The President commented in particular on the rates at which university faculty research is cited in the literature, suggesting that the rates here suggest wide and important dissemination of the knowledge created through faculty research efforts.

The President described what we mean by "high impact research," referencing impact on policy-making, economic growth and other social and political indicators. There are various measures used to indicate success in this respect.

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It is possible to separate out law school and medical school funding from the totals at other universities so as to make our comparisons legitimate. Vice-President, University Research George Dixon provided further comment on ways in which to measure our performance relative to other universities, and commented on how strong this university is in certain indicators. He made special comment about the relationship between average grants to faculty as opposed to medians, and about the strength of our results in SSHRC grants.

The President provided a quick summary of recent rankings of the university, and certain programs at the university, internationally.

He provided comment on the University's positioning relative to the recently announced funding by the federal government for innovation networks and clusters, and other aspects of the federal budget that are particularly advantageous to this University. He also referred to certain aspects of the recently announced provincial budget, especially the promised tuition support for students and the "advanced manufacturing consortium" proposed for McMaster University, Western University and the University of Waterloo.

The President offered some comment on the strengths of the University's "creator-owned" intellectual property policy.

Research done at this University is done only with strict compliance with ethics approvals that are well-established and thoroughly applied. This means that faculty-industry partnerships are properly scrutinized at the approvals level. Governors were reminded that much of the control as to what research is conceived and executed lies with the individual faculty member, and that academic freedom has much to say about how research is managed.

Slides used in the President's presentation may be seen here: <https://uwaterloo.ca/secretariat-general-counsel/sites/ca.secretariat-general-counsel/files/uploads/files/04-05-16 - fh bog ptn v12.pdf>

Advancement Update. The Vice-President, Advancement presented an update on the university's current advancement position relative to both relationships and revenue.

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/advancementbogapril52016.pdf>

We are currently at about 95% participation by the Board of Governors in annual giving, with an ambition to get to 100% by the end of the fiscal year.

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

Board Retreat Outcomes and Follow Up. The Vice-President presented an update on follow up to the Board retreat held in December 2015. He indicated that many of the initiatives in the strategic plan are consistent with what was learned at the retreat, but he also indicated that the retreat prompted consideration of linkages among the various strategic planning themes, such that new initiatives are emerging. And there is some motivation emerging from the retreat as the university gets ready to start working on the next strategic plan. The Vice-President updated the Board on online education initiatives, credentialing, outcomes-based education, and advances in the student experience at the university.

With respect to student engagement at the University, and flowing from the comments of student panelists at the retreat, the suggestion was made that a different mix of students as dons could address some of the issues raised.

Organizers and panelists were thanked for their important contributions to the success of the retreat and retreat follow up.

2016-17 Operating Budget. The Vice-President presented a summary of the proposed 2016-17 operating budget.

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/provost_-_board_of_governors_-_april_5_2016.pptx

Motion: Resolved that the Board of Governors approve the 2016-17 Operating Budget as presented in the report.

Witer and Schlegel.

Orchard referred to the delegation of international students at a recent Senate meeting questioning the proposed 9% tuition increase for international students.

Easton commented on the proposed library acquisitions budget, in particular the implications of the exchange rate between the Canadian and U.S. dollar. He asked how this University compares to other universities in the U15 with respect to library acquisitions. Orchard agreed to bring some comparisons to a future board meeting.

Orchard advised that there is no expectation that a structural deficit will result, despite the projection of a relatively small deficit for the coming year. An observation was made about the possibility of using additional tuition increases to overcome the deficit.

The question was called, and the motion carried.

11. RESEACH PRESENTATION

George Dixon introduced Michael Hudson, professor of physics & astronomy. He provided some comments on his research related to "mapping the universe."

Professor Hudson provided an educational presentation on universe mapping, and demonstrated the "3D Map of the Universe" that he has created along with his students.

12. SELF-ASSESSMENT SURVEY

Governors were given ten minutes to complete the surveys prior to the break.

13. REPORTS FROM COMMITTEES

Audit & Risk.

- **Delegation of Authority to Approve University of Waterloo Financial Statements, 2015-16**
Motion: That the Board of Governors delegate its authority to approve the University's audited financial statements for the fiscal year ended 30 April 2016 to the Board Executive Committee.

Pristanski and Heins.

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Carried.

The Board received the remaining items in the report for information.

Building & Properties.

- **Student Space**

Motion: That the Board of Governors approve the appointment of CS&P Architects for the proposed addition to the Student Life Centre (SLC) and Physical Activities Complex (PAC) with an approved budget of \$34 million.

Gamble and Lolos.

In the budget, the \$200,000 budgeted for “disbursements” goes to professional fees and other related professional disbursements. There was some comment on media representations that the project will proceed, before it is finally approved by the Board of Governors. Students were congratulated for their support of the project.

The question was called, and the motion carried.

The Board received the remaining items in the report for information.

Some comment was offered on the idea of constructing a field house on the north campus. This would be an additional recreational facility, about the size of a playing field, enclosed against the weather. Other non-athletic events could be scheduled in the facility as well.

Finance & Investment.

The Board received the report for information.

A question was raised about the ability of the pension plan investment plan to meet its targets, whereas the targets for other funds do not.

With respect to the focus on corporate social responsibility and its relationship to investment policy, is there any thought of bringing in people outside the committee to take part in the conversation? The working group will be comprised of members of the Board, with an additional one or two administrators, but they will have a mandate to consult widely in their work. The terms of reference are intended to come to the June meeting of the Board of Governors for approval. The process of collecting data has already begun in anticipation of the committee beginning its work. The committee will proceed expeditiously to come to a recommendation for the Board to consider, but the issues are complex and must be explored very thoughtfully. The intention is to include the signatories to the letters in the consultation path, and that the communication channels are open.

Governance.

The Board received the report for information.

Pension & Benefits.

The Board received the report for information.

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14. OTHER BUSINESS

There was no other business.

The Board convened in confidential session.

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