

**University of Waterloo**  
**BOARD OF GOVERNORS**  
**Minutes of the Tuesday 4 April 2017 Meeting**

**Present:** Upkar Arora, Jordan Banks\*, Catherine Booth, Andrew Clubine, Tara Collington, David DeVidi, Fraser Easton, Murray Gamble, Martha George, Sally Gunz, Feridun Hamdullahpur, Thorsten Heins, Dave Jaworsky, Karim S. Karim, Christos Lolas, John Lounds, David Porreca, Tristan Potter, William Pristanski\*, Christopher Pugh, Satish Rai\*, James Schlegel, Ted Scott\*, Ken Seiling, Jeremy Steffler, Michael Stork, William Watson, Karen Wilkinson, Kate Windsor, Marta Witer\*

**Guests:** Jean Andrey, Logan Atkinson, Annie Bélanger, Bruce Campbell, Jeff Casello, Mario Coniglio, Richard Culham, Helen Hannusch, Dennis Huber, Peggy Jarvie, Beth Jewkes, Maureen Jones, Andrea Kelman, Jennifer Kieffer, Robert Lemieux, Derek Madge, Kenton Needham, Ian Orchard, Douglas Peers, Chris Read, Ian Rowlands, James Rush, Daniela Seskar-Hencic, Joanne Shoveller, Allan Starr, Brandon Sweet, John Thompson, Stephen Watt

**Secretariat:** Karen Jack, Melissa Knox, Alice Raynard, Emily Schroeder

**Regrets:** Robert Bruce, Tom Jenkins, Berry Vrbanovic

\*by telephone

**OPEN SESSION**

**Opening Remarks**

The Chair welcomed governors to the final meeting of the governance year. He asked Hamdullahpur to say a few words about the University's recent student deaths and at Hamdullahpur's invitation, members observed a moment of silence.

**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**

**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:**

Catherine Booth (Vice-Chair; Executive Committee, Building & Properties Committee, and Governance Committee)

Murray Gamble (Executive Committee, chair of Building & Properties Committee, and Governance Committee)

Michael Stork (Executive Committee, Building & Properties Committee, and Finance & Investment Committee)

William Watson (Chair; chair of Executive Committee, Audit & Risk Committee, chair of Governance Committee)

Governor Booth has served three terms total on Board. Governors Gamble, Stork and Watson have served two consecutive terms on Board, respectively.

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- **Lieutenant Governor in Council Representative:**  
Karen Wilkinson (chair of Pension & Benefits Committee, Finance & Investment Committee, Governance Committee, and Executive Committee)

Governor Wilkinson has served two consecutive terms as well.

- **Faculty Representatives:**  
Tara Collington (Building & Properties Committee)  
David DeVidi (Executive Committee)  
Fraser Easton  
Karim Karim (former member of Building & Properties Committee)
- **Undergraduate Student Representatives:**  
Christos Lolas (Executive Committee and Building & Properties Committee)  
Tristan Potter

Mr. Lolas concludes two consecutive terms as Federation of Students president.

- **Graduate Student Representative:**  
Robert Bruce (Executive Committee and Building & Properties Committee)

Mr. Bruce concludes his term as Graduate Student Association president.

### **Stepping Down Reception**

The Chair reminded governors that a reception in honour of those governors stepping down will take place immediately following the Board meeting across the hall in room 3318.

### **3. AGENDA/ADDITIONAL AGENDA ITEMS**

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

Lolas and DeVidi. Carried unanimously.

### **Consent Agenda**

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

Clubine and Wilkinson.

Members heard that two changes will be made to page 7 of the minutes: following “a total review of Waterloo’s international fees be undertaken;” the following sentence will be added: “a suggestion that such a review not only look at fees, but also the services offered to students that these fees support”, and Peggy Jarvie’s title at the time the meeting occurred will be corrected to “executive director, co-operative education and career action”.

### **4. MINUTES OF THE 7 FEBRUARY 2017 MEETING**

The Board approved the minutes of the meeting with the two changes mentioned above.

### **5. REPORT OF THE PRESIDENT**

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

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

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**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.

**Department Name Change – Graduate Studies Office**

**Motion:** To approve the following name change: change from “Graduate Studies Office” to “Graduate Studies and Postdoctoral Affairs.”

**Department Name Change – Writing Centre**

**Motion:** To approve the following name change: change from “Writing Centre” to “Writing and Communication Centre.”

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

**Incidental Fee Changes**

**Motion:** To approve the 2017-18 Student Services Fee as presented in the report.

**Motion:** To approve the Arts Student Union Fee as presented in the report.

**Motion:** To approve the Environment Students Society Fee as presented in the report.

**8. ACCOUNTABILITY STATUS REPORT**

**Undergraduate Recruitment and Admissions.** The Board received the report for information.

The question was called, and the motion carried unanimously.

**Regular Agenda**

**9. BUSINESS ARISING FROM THE MINUTES**

Governor Porreca inquired as to the status of the review committee for Policy 42, Response and Response to Sexual Violence, and members heard that the draft terms of reference will be distributed to the constituencies very soon.

**10. PRESENTATION BY MEDELLA HEALTH, WINNER OF THE NATIONAL JAMES DYSON AWARD**

Chris Read, associate provost, students, introduced Harry Gandhi, founder of Medella Health.

Medella Health, founded by former science and business student Harry Gandhi, won the National James Dyson Award for developing a contact lens that will revolutionize how diabetics monitor their blood sugar. Gandhi informed members about the company’s start and connections with Velocity, about its “smart” contact lens which helps people manage diabetes, media attention and awards, why they remain in Waterloo: local talent and support, and the rich contact lens research environment. Gandhi finished with thanks to the University for the opportunities it has presented over the years. In discussion, members heard: pilot testing is taking place with a goal to market the product next year, the lenses are prescription and correct vision too.

**11. REPORT OF THE PRESIDENT**

**President’s Update.** The President focused his remarks on updates about government relations (advocacy and outreach activities, visits from federal ministers and activities in Ottawa, strategic mandate agreement negotiations are underway), Waterloo’s key role in the federal artificial intelligence strategy, next steps for Waterloo’s Global Entrepreneurship and Disruptive Innovation initiative, the University’s success in QS Subject Rankings, Faculty Rountables and Department visits

he is undertaking with the Provost, the University's assessment of and recommendations regarding its business education options, and action being taken on mental health.

Slides used in the President's presentation may be seen here:

[https://uwaterloo.ca/secretariat/sites/ca.secretariat/files/uploads/files/item\\_11a\\_presidents\\_update.pptx](https://uwaterloo.ca/secretariat/sites/ca.secretariat/files/uploads/files/item_11a_presidents_update.pptx)

In response to questions about the report re: business education at Waterloo, the President clarified that the report articulates how Waterloo is different and does not contain a recommendation for, nor are there plans to create a business school. Mario Coniglio, associate vice-president, academic, advised that next steps are under consideration and invited feedback. Some members expressed hope that the plan is not to devise six separate "business school" entities, and the President advised that unity is the objective and all Faculties will be involved as plans move forward. Members heard that the report will be available online soon.

With respect to the University's role in the federal artificial intelligence strategy, one governor encouraged the University to leverage that activity to strengthen the Waterloo-Toronto corridor concept.

**Advancement Update.** The Vice-President, Advancement presented an update on the University's current advancement position relative to both relationships and revenue. Shoveller shared her initial findings (existing strong framework, solid local and alumni base, robust internal leadership); Advancement's roadmap (relationships, the story, and infrastructure); the hybrid approach involving alumni and donors, faculty, senior leadership; optimizing central activities; and producing accountability and results.

Slides used in the Vice-President's presentation may be seen here:

[https://uwaterloo.ca/secretariat/sites/ca.secretariat/files/uploads/files/item\\_11b\\_advancement\\_update.pdf](https://uwaterloo.ca/secretariat/sites/ca.secretariat/files/uploads/files/item_11b_advancement_update.pdf)

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

**2017-18 Operating Budget.** The Vice-President presented a summary of the proposed 2017-18 operating budget. He spoke to the approvals already received, the fact that revenue from government has not increased and the fact that the deficit likely will become resolved over the course of the year.

Slides used in the Vice-President's presentation may be seen here:

[https://uwaterloo.ca/secretariat/sites/ca.secretariat/files/uploads/files/item\\_12a\\_2017-2018\\_operating\\_budget.pptx](https://uwaterloo.ca/secretariat/sites/ca.secretariat/files/uploads/files/item_12a_2017-2018_operating_budget.pptx)

The Board heard a motion to approve the 2017-18 Operating Budget, as described in Attachment 1.

Gamble and Schlegel.

In response to questions, Orchard advised that the 33% of the budget deriving from the government grant is typical for Ontario universities, the University's international strategy alters things slightly, and the new budget model is meant to increase transparency.

The question was called, and the motion carried unanimously.

**Undergraduate Admissions Update.** Maureen Jones, interim registrar, provided a brief update on undergraduate admissions.

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Slides used in the Interim Registrar's presentation can be seen here:

[https://uwaterloo.ca/secretariat/sites/ca.secretariat/files/uploads/files/item\\_12b\\_undergraduate\\_admissions\\_update.pptx](https://uwaterloo.ca/secretariat/sites/ca.secretariat/files/uploads/files/item_12b_undergraduate_admissions_update.pptx)

**Graduate Admissions Update.** Jeff Casello, associate provost, graduate studies, provided a brief update on graduate admissions.

Slides used in the Associate Provost, Graduate Studies' presentation can be seen here:

[https://uwaterloo.ca/secretariat/sites/ca.secretariat/files/uploads/files/item\\_12c\\_graduate\\_admissions\\_update.pptx](https://uwaterloo.ca/secretariat/sites/ca.secretariat/files/uploads/files/item_12c_graduate_admissions_update.pptx)

In response to questions, Casello advised that the significant improvement in domestic admissions looks to put the University back on its former trajectory and is a result of increased marketing efforts and improved management of available award funding by his office.

### **13. REPORTS FROM COMMITTEES**

#### **Audit & Risk.**

- **Modification of the Terms of Reference**

The Board heard a motion to approve the terms of reference of the Audit & Risk Committee as to include suggested language as per the attachment.

Heins and Pristanski. Carried unanimously.

Following Heins' brief review, the Board received the remaining items in the report for information.

#### **Building & Properties.**

- **Student Life Centre/Physical Activities Complex (SLC/PAC) Addition**

The Board heard a motion to approve a revised SLC/PAC project budget of \$41 million and grant the Building & Properties Committee the authority to approve the award of a construction contract after the Board of Governors' meeting on 4 April 2017.

Gamble and Lolas.

Following commentary by Gamble regarding the budget over-run and work being done to understand and allay concerns expressed by members of the Graduate Student Association, the Chair called upon Christos Lolas, president of the Federation of Students, to speak. Lolas spoke to his role in the plan's development and his excitement for the improved space for all students and advised that he was strongly in favour of the motion. Another student governor thanked the University for supplying the additional funds, but articulated that the concern from graduate students is whether the changes are significant enough to require a new referendum. In response, Gamble advised that none of the key components of the original plan have changed, and Read expressed a commitment to continuing conversations with any concerned parties.

In further discussion, members heard: the extra money being supplied by the University is not being taken from another project, and a request that planners keep in mind employee requests for their own spaces.

The question was called, and the motion carried unanimously.

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

#### **Finance & Investment.**

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Following Schlegel's brief review of the report, Dennis Huber, vice-president, administration & finance, confirmed that the committee will seek approval for any changes to the University's investments through both the Finance & Investment and Pension & Benefits Committees. The Board received the report for information.

**Governance.**

Following Booth's review, the Board received the report for information.

**Pension & Benefits.**

Wilkinson briefly reviewed the report and noted that in item 3., "by" should read "to". The Board received the report for information.

**14. OTHER BUSINESS**

Governor DeVidi asked for an update regarding last year's request to the Board that the University consider ethical investing. In response, Huber advised that the Responsible Investing Working Group has been established with former governor Bruce Gordon as chair. Part of the group's mandate is to make recommendations to the Board as to whether and how to incorporate environmental, social and governance factors into decision making re: the investment of the endowment and pension funds and that reports to the Board from the group will occur.

The Board convened in confidential session.

20 May 2017

Karen Jack  
Associate University Secretary  
Secretary to the Board of Governors