

University of Waterloo
BOARD OF GOVERNORS
Minutes of the Tuesday 6 June 2017 Meeting

Present: Upkar Arora, Jordan Banks**, Kathy Bardswick, Peter Barr, Antonio Brieva, Robert Bruce, Jennifer Clapp, Andrew Clubine, Shannon Dea, Cindy Forbes, George Freeman, Martha George, Sally Gunz, Feridun Hamdullahpur, Thorsten Heins, Dave Jaworsky, Sheryl Kennedy, John Lounds, David Porreca, William Pristanski, Christopher Pugh, Satish Rai**, Bruce Richter**, John Saabas, James Schlegel, Ted Scott, Mark Seasons, Ken Seiling, Jeremy Steffler, John Swainson, Berry Vrbanovic, Kate Windsor, Marta Witer

Guests: Jean Andrey, Suman Armitage, Sandra Banks, Bruce Campbell, Carleen Carroll, Jeff Casello, Mario Coniglio, Jason Coolman, Tobi Day-Hamilton, George Dixon, Mahejabeen Ebrahim, Rob Esselment, Karina Graf, Dennis Huber, Peggy Jarvie, Beth Jewkes, Maureen Jones, Andrea Kelman, Jennifer Kieffer, Sharon Lamont, Robert Lemieux, Derek Madge, Kelly McManus, Cathy Newell Kelly, Ian Orchard**, Daniel Parent, Doug Peers, Chanakya Ramdev, Chris Read, Ian Rowlands, James Rush, Jackie Serviss, Daniela Seskar-Hencic, Joanne Shoveller, Allan Starr, Pearl Sullivan, Brandon Sweet, Marilyn Thompson, Brent Thornhill, Sean Thomas, David Timms, Stephen Watt, Sian Williams

Secretariat: Mike Grivicic, Karen Jack, Melissa Knox, Emily Schroeder

Absent: Hannah Beckett*, Tom Jenkins*

*regrets

**joined by telephone

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.

Governors were notified that conflict of interest declaration forms were distributed at places, and completed forms will be collected at the break.

2. REMARKS FROM THE CHAIR

Chair Forbes remarked upon her pleasure to return to the Board as chair and indicated that she looks forward to advancing the University's strategic mission with fellow members.

Governor's Last Meeting. Chair Forbes acknowledged Sally Gunz's last meeting with thanks for her service. The Secretariat will hold a by-election by Senate to fill this position in the fall.

Governors' First Meeting

A number of governors were attending their first meeting. The Chair acknowledged them, as follows:

- **Community-at-Large Representatives:**
Cindy Forbes (chair of Board of Governors)
Sheryl Kennedy (member of Audit & Risk Committee and Finance & Investment Committee)
John Saabas (member of Finance & Investment Committee)
- **Lieutenant Governor in Council Representatives:**
Kathy Bardswick (member of Pension & Benefits Committee)
Peter Barr
John Swainson (member of Audit & Risk Committee)

- **Faculty Representatives:**
Jennifer Clapp (School of Environment, Resources and Sustainability)
Shannon Dea (Philosophy and Women's Studies)
George Freeman (Electrical and Computer Engineering)
Bruce Richter (Combinatorics and Optimization)
Mark Seasons (School of Planning)
- **Undergraduate Student Representatives:**
Hannah Beckett (Political Science – sent regrets, on co-op)
Antonio Brieva (president, Federation of Students)

Dinner Reception after Meeting

The Chair reminded all governors, vice-presidents and deans of the annual Board dinner to be held immediately after the meeting in the University Club.

Board of Governors Orientation

The Chair spoke to the Board of Governors orientation for new and returning governors held on Wednesday 24 May 2017. A summary of the day's events is included in the open Governance Committee report. For governors who were unable to attend, the presentations have been uploaded to the Board of Governors SharePoint site.

President's Golf Tournament

The Chair updated the Board on the 16th annual President's Golf Tournament held on 5 June 2017 at Westmount Golf Club. All proceeds support the Athletics Excellence and Awards Fund. These funds provide for University of Waterloo student athletes and teams to compete at major championship competitions and receive awards.

3. AGENDA/ADDITIONAL AGENDA ITEMS

The Board heard a motion to approve the agenda as distributed, subject to the revision of Item 18.a., in the Report of the President, New Appointments with Tenure, in confidential session, and those changes sent to members on 3 June (revised open report from Pension & Benefits Committee [14.e.] with a clarification, date correction and new footnote; new open report for information from the Responsible Investing Working Group [14.f.]; revised confidential report from the Governance Committee [21.b.] with two new motions.

Pugh and Windsor. Carried unanimously.

Consent Agenda

The Board heard a motion to approve and/or receive for information by consent items 4-8 below, subject to noting that the Status of Women and Equity Committee mentioned on page 16 is a standing committee of the Faculty Association, not the University.

Dea and Arora.

4. MINUTES OF THE 4 APRIL 2017 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 leaves and changes as presented in the report.

The remaining items in the report were received for information.

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

Incidental Fees. The Board heard a motion to approve incidental fee changes as follows:

Motion: To approve the Federation of Students Fee as presented in the report.

Motion: To approve the Orientation Fee as presented in the report.

Motion: To approve the Federation of Students Administered Fee as presented in the report.

Motion: To approve the Graduate Student Association (GSA) Administered Fees as presented in the report.

7. REPORT FROM EXECUTIVE COMMITTEE

The Board received the report for information.

8. INSTITUTE FOR QUANTUM COMPUTING ANNUAL REPORT TO THE MINISTRY OF INNOVATION, SCIENCE, AND ECONOMIC DEVELOPMENT, EXECUTIVE SUMMARY

Motion: To approve the IQC annual report to ISED as presented in the report.

The question was called, and the motion carried unanimously.

Regular Agenda

9. BUSINESS ARISING FROM THE MINUTES

There was no business arising.

10. REPORT OF THE DEAN OF SCIENCE

Feridun Hamdullahpur introduced Dean Lemieux.

Dean Lemieux presented on the proposed new facility, Science Centre for Innovation. He spoke to: its layout and location; the intersection of the 3Is (innovation, internationalization and interdisciplinarity) with the thematic areas of biological and environmental sciences; the plan to enable interactions and new discoveries in various interdisciplinary themes; the integration with science entrepreneurship activities; the first global connector hub will be located in Hong Kong. In response to questions, Lemieux advised that the selected themes resulted from submitted proposals, the Accelerator Centre will have a presence, the goal is to enable new and emerging discoveries by enabling interactions, and the president spoke to funding efforts and the support evident from the government and donors.

11. REPORT OF THE PRESIDENT

President's Update. The President updated the Board of Governors on a number of issues summarized in his written report, and otherwise, including: the Ontario budget (no new funding for enrollment growth, money is available through a competitive process for experiential education positions, technology funding), recent government visits, the federal Innovation Supercluster

Initiative and how the University is looking to participate, community engagement activities, and the recent successful Innovation Summit. He invited members to reflect on the role of universities in today's society. He spoke to: the value of a university education; challenges being faced; the complex social and environmental challenges facing society; the need for modernization; how Waterloo differentiates itself; the benefits of the 3I concept, with "imagination" added too; the need to be reminded of the University's non-negotiable fundamental principles while exploring renewal; the benefits of encouraging interdisciplinarity and new teaching models. He concluded with a discussion of planned strategic planning activities for 2017-18, including a summative report for the 2013-2018 Strategic Plan and creation of white papers on the concepts mentioned earlier. In discussion: a brief update on the strategic mandate agreement process; appreciation for the work being done regarding student mental health; advice that more detail re: the supercluster initiative will follow.

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

Undergraduate Admissions Update. The Vice-President, Academic & Provost introduced Maureen Jones, interim university registrar. Jones provided the Board of Governors with an update on fall 2017 admissions. She advised that acceptances for fall 2017 are in line with expectations and the percentage receiving scholarships is up, indicating that the University will have a very strong incoming class. In response to questions, Jones and Orchard advised: work is being done to diversify the international complement; each Faculty has a different international strategy and some caps do exist; strategic enrollment planning considers space and capacity matters; admission levels and acceptance rates are based on experience and past behaviour.

Graduate Enrolment Update. The Vice-President, Academic & Provost introduced Jeff Casello, associate vice-president, graduate studies and postdoctoral affairs. Casello provided the Board with an update on fall 2017 graduate student enrolment. He advised that domestic acceptance rates are up two times from last year, international acceptances look good, and recent work with the Faculties has led to the University being ahead in terms of acceptance rates from where it was last year at this time. In discussion: the goal of increasing the University's numbers of graduate students is being worked on actively and there is evidence of success.

13. CONFLICT OF INTEREST DECLARATION FORM

Governors were instructed to complete the forms, which were subsequently collected during the break.

14. REPORTS FROM COMMITTEES

Audit & Risk.

- **Delegation of Authority to Approve University of Waterloo Financial Statements, 2016-17**
The Board heard a motion that it delegate its authority to approve the University's audited financial statements for the fiscal year ended 30 April 2017 (the "Financial Statements") to the Board Executive Committee.

Heins and Swainson. Carried unanimously.

Heins agreed to have the committee look at the timing of the financial statements' approval.

Building & Properties. The Board received the report for information.

Finance & Investment. The Board received the report for information.

Governance. The Board received the report for information. In response to a request, the chair agreed to share the "core competencies" document with the Board.

Pension & Benefits.

- **Actuarial Valuation of the Pension Plan as at 1 January 2017**

The Board heard a motion to approve the filing of the actuarial valuation report as at 1 January 2017 with the Financial Services Commission of Ontario (FSCO) and the Canada Revenue Agency (CRA).

Scott and Arora. After some minor clarifications by Huber, the motion carried unanimously.

The remaining items in the report were received for information.

Responsible Investing Working Group. The Board received the report for information.

15. OTHER BUSINESS

On behalf of the Board, the president acknowledged Ian Orchard's last meeting and thanked him for his exceptional work. A round of applause and thanks from Orchard followed.

The Board convened in confidential session.

8 August 2017

Karen Jack
University Secretary
Secretary to the Board of Governors