

**University of Waterloo**  
**BOARD OF GOVERNORS**  
**Minutes of the Tuesday 31 October 2017 Meeting**

**Present:** Jordan Banks\*\*, Kathy Bardswick, Peter Barr, Hannah Beckett, Antonio Brieva, Robert Bruce, Jennifer Clapp, Andrew Clubine, Shannon Dea, Cindy Forbes (chair), George Freeman, Feridun Hamdullahpur, Thorsten Heins, Karen Jack (secretary), Dave Jaworsky, Sheryl Kennedy\*\*, John Lounds, David Porreca\*\*, William Pristanski, Bruce Richter, John Saabas, Ted Scott, Mark Seasons, Ken Seiling, Jeremy Steffler, John Swainson, Berry Vrbanovic, Kate Windsor, Marta Witer

**Guests:** Jean Andrey, Suman Armitage, Sandra Banks, Alan Binns, Alison Boyd, Bruce Campbell, Carleen Carroll, Jeff Casello, Mario Coniglio, Jason Coolman, Charmaine Dean, George Dixon, Jason Greatrex, Mike Grivicic, Michelle Hollis, Lee Hornberger, Dennis Huber, Michael Jack, Ryan Jacobs, Peggy Jarvie, Beth Jewkes, Ross Johnston, Derek Madge, Andrea Kelman, Jennifer Kieffer, Robert Lemieux, Kelly McManus, Catherine Newell Kelly, Daniel Parent, Douglas Peers, Chris Read, Ian Rowlands, James Rush, Emily Schroeder, Daniela Seskar-Hencic, Jay Shah\*\*, Joanne Shoveller, Allan Starr, Pearl Sullivan, Mathew Thijssen, Sean Thomas, Brent Thornhill, Susan Tighe, David Timms, David Tubbs, Stephen Watt, Glen Weppler, Kathy Winter, Stanley Woo

**Absent:** Upkar Arora\*, Martha George\*, Tom Jenkins\*, James Schlegel\*

\*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.

**2. REMARKS FROM THE CHAIR**

**Board of Governors Appeal**

The chair spoke to the annual Board fundraising appeal, and urged all Board members to take part at a level of contribution that is comfortable to them, the goal being 100% participation by the Board. She emphasized the important work that is done as a result of the appeal, and mentioned increased international opportunities for students as a possible featured project for giving.

At the request of the chair, Sally Gunz spoke to the “Caring Quilts” project as a fundraiser in support of mental health initiatives on campus, and directed governors to a selection of quilts on display.

**President’s Reception**

The chair spoke to the annual President’s Reception at Federation Hall the previous evening.

**Resignations**

The chair informed the Board that Satish Rai and Christopher Pugh had both resigned from the Board since the June meeting.

**3. AGENDA/ADDITIONAL AGENDA ITEMS**

The chair informed that Board that per the February meeting’s minutes, the update on international tuition will be raised under “Other Business.” Following the call for additional agenda items from the floor, the Board heard a motion to approve the agenda as distributed.

Steffler and Clubine. Carried unanimously.

### Consent Agenda

The chair advised the Board that the delegation of authority granted to BEC at the June meeting re: the executive compensation matter was not used. The province made changes to the timing such that BEC did not exercise any authority on behalf of the Board.

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

Richter and Heins.

#### **4. MINUTES OF THE 6 JUNE 2017 MEETING**

The Board approved the minutes of the meeting as distributed.

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

##### **Sabbatical and Administrative Leaves/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.

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

**Environmental Sustainability Strategy.** The Board received the report for information.

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

##### **Incidental Fee Changes**

**Motion:** The Board heard a motion to approve the Graduate Student Association Fee as presented in the report.

**Motion:** The Board heard a motion to approve the Graduate Student Association (GSA) Administered Fee as presented in the report.

#### **7. REPORT FROM THE EXECUTIVE COMMITTEE**

The Board received the report for information.

The question was called, and the motion carried unanimously.

In response to a question, Mat Thijssen, sustainability co-ordinator, advised that future budget requests relating to environmental sustainability will be made to the Board.

### Regular Agenda

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

There was no business arising.

#### **9. 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: a very busy "innovation week @ Waterloo"; community events and recent success by the men's football team; recent HeForShe activities; the federal innovation supercluster initiative and Waterloo's plans on this front; the strategic mandate agreement with the province; rankings data and survey results; efforts underway to improve the student experience; a construction update; selected performance indicators; an update on

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the President's Advisory Committee on Student Mental Health and the University's indigenization strategy. In discussion: support for the efforts underway on student mental health considerations; the government does view Waterloo as a "STEM" school, but is aware of other areas of strength; Waterloo's preference toward research intensive faculty instead of over-reliance on "sessionals", with agreement to bring more information on this point to the Board; a suggestion by an external member that all governors make a point of attending a convocation ceremony when possible to enjoy this satisfying experience; further conversation with Chris Read, associate provost, students, re: efforts to address student satisfaction concerns and agreement by the president to report on this front at subsequent meetings; efforts underway in Jeff Casello's office re: improving domestic graduate student numbers, and an undertaking by the president to report on this front periodically; scholarship initiatives to assist with the indigenization strategy; work being done with respect to the University's online strategy.

**Strategic Plan 2013-2018: Progress and Outcomes – Fall 2017 Update.** The president introduced George Dixon, who then presented the annual update on progress with respect to the strategic plan. The vice-president apprised members of progress to date and next steps as the University prepares for the next strategic plan.

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

**Undergraduate/Graduate Admissions Update.** The vice-president introduced Jeff Casello, associate vice-president graduate studies and postdoctoral affairs, and Catherine Newell Kelly, registrar, who then updated the Board of Governors on admissions. At the undergraduate level, the University has exceeded its targets, and at the graduate level, positive increases are occurring. In response to a question, more data are available re: merit-based scholarships and will be provided in the future.

#### **11. REPORTS FROM COMMITTEES**

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

**Motion:** The Board heard a motion to reappoint Ernst & Young as the University's external auditors for the fiscal year ending 30 April 2018.

Heins and Richter. Carried unanimously.

The remaining items in the report were received for information following Heins' review of the committee's activities.

##### **Building & Properties.** Witer presented the report of this committee.

- **Field House**

**Motion:** The Board heard a motion that the Board of Governors approve an increase to the Field House project budget to \$16.5 million (+10%), and to approve the awarding of a stipulated sum contract to Ira McDonald Construction Ltd. for \$13,193,000 plus HST.

Witer and Clubine. Carried unanimously.

The remaining items in the report were received for information following Witer's review of the report which included commentary by the vice-president, administration and finance as how the field house is funded.

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**Finance & Investment.** Scott presented the report of this committee which was received for information.

**Governance.** The Board received the report for information.

**Pension & Benefits.** Bardswick presented the report of this committee.

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

**Motion:** 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).

Bardswick and Scott. Carried unanimously.

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

**Motion:** The Board heard a motion to approve the 1 January 2017 version of the University of Waterloo Pension Plan (2011) Statement of Investment Policies and Procedures (the “SIPP”), as described in attachment 2.

Bardswick and Heins. Carried unanimously.

The remaining items in the report were received for information.

## 12. OTHER BUSINESS

**Tuition Fees Report.** The vice-president, academic & provost reported on international tuition fee setting. Governors heard: what is in place and how we came to be here; the University’s expectations with respect to the future; how the University plans to move forward. In discussion: international and domestic student support mechanisms and aid; the value in understanding where Waterloo ranks in terms of student support and its ties to fees; a suggestion that the Finance & Investment Committee review the proposed increases in advance of the February meeting; federal funding impacts; minimal effects in the past of tuition increases on retention; the merits in providing predictability for students once they decide to attend Waterloo; the draw of scholarships; a suggestion that the Board ought not involve itself in such detailed decisions better left to committees and administration.

After discussion, the Board heard a motion to direct the university administration to move its international fees to the mid-point of all Canadian universities.

Pristanski and Swainson.

After a friendly amendment did not succeed, the question was called and the motion failed (6 years; 10 against; and 4 abstentions).

Members understood that the Finance & Investment Committee will review the matter and provide a recommendation at the February meeting.

The Board convened in confidential session. At the request of the chair, Michelle Hollis, Lee Hornberger, and Glen Wepler stayed for confidential session.