

**University of Waterloo**  
**BOARD OF GOVERNORS**  
**Minutes of the Tuesday 5 June 2018 Meeting**

**Present:** Nyla Ahmad, Upkar Arora\*\*, Jagdeep Bachher, Peter Barr, Shannon Dea, Tia Driver, Paul Fieguth, George Freeman, Murray Gamble, Martha George, Robert Gorbet, Feridun Hamdullahpur, Thorsten Heins (chair), Russell Hiscock, Dave Jaworsky, Sheryl Kennedy, John Lounds, Daniel O'Connor, William Pristanski, Neil Randall, John Saabas, James Schlegel, Mark Seasons, Ken Seiling, Jeremy Steffler, John Swainson, Maya Venters, Kate Windsor, Richard Wu

**Guests:** Jean Andrey, Sandra Banks, Andria Bianchi, Alison Boyd, Bruce Campbell, Aldo Caputo, Jeff Casello, Mario Coniglio, Jason Coolman, Charmaine Dean, George Dixon, Anne-Marie Fannon, Bruce Gordon, Mike Grivicic, Michael Herz, Lee Hornberger, Frances Houston, Dennis Huber, Michael Jack, Andrea Kelman, Jennifer Kieffer, Robert Lemieux, Derek Madge, Nick Manning, Walter Mittelstaedt, Cathy Newell Kelly, Diana Parry, Doug Peers, Leanne Perreault, Chanakya Ramdev, Chris Read, Kevin Resch, Ian Rowlands, James Rush, Beth Sandore Namachchivaya, Emily Schroeder, Jackie Serviss, Daniela Seskar-Hencic, Joanne Shoveller, Siobhan Stables, Allan Starr, Paul Stolee, Pearl Sullivan, Brandon Sweet, Marilyn Thompson, Stephen Watt

**Regrets:** Kathy Bardswick, Cindy Forbes, Ava Hill, Tom Jenkins, Tyler Marques, Linda Ogechi Iheme, Berry Vrbanovic

\*\*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**

The vice-chair took the chair and welcomed the Board to the first meeting of the governance year.

**Governors' First Meeting**

A number of governors were attending their first meeting. The vice-chair acknowledged them, and returning members, as follows:

- **Community-at-Large Representatives:**  
Russell Hiscock
  
- **Lieutenant Governor in Council Representatives:**  
Nyla Ahmad  
Jagdeep Bachher  
Murray Gamble (returning member)
  
- **Staff Representative:**  
Jeremy Steffler (returning member)

- **Faculty Representatives:**  
Daniel O'Connor  
Neil Randall  
Paul Fieguth  
Robert Gorbet (returning member)
  
- **Undergraduate Student Representatives:**  
Tyler Marques  
Maya Venters  
Richard Wu
  
- **Graduate Student Representatives:**  
Tia Driver  
Linda Ogechi Itheme

#### **Board of Governors Orientation**

The vice-chair briefly spoke to the Board of Governors orientation for new and returning governors held on Monday 4 June and earlier in the day prior to the Board meeting.

For governors who were unable to attend, the presentations have been uploaded to the Board of Governors SharePoint site.

#### **President's Golf Tournament**

The vice-chair updated the Board on the 18<sup>th</sup> annual University of Waterloo President's Golf Tournament held on Monday 4 June at Westmount Golf and Country Club. All proceeds support the "Warrior Excellence Fund" and the "Women's Sport Initiative Fund". These funds provide for University of Waterloo student athletes and teams to compete at major championship competitions and provide support for female student-athletes and coaches.

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

By consensus, the Board agreed to approve the agenda as distributed.

#### **Consent Agenda**

The Board heard a motion to approve and/or receive for information by consent items 4-9 below.

George and Swainson.

### **4. MINUTES OF THE 3 APRIL 2018 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.** 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, ACADEMIC & PROVOST**

**Department Name Change.** The Board heard a motion to approve the following name change: “Department of Drama and Speech Communication” to “Department of Communication Arts,” effective 1 September 2018.

**New Academic Unit – Change of Name and Structure of the Conrad Centre.** The Board heard a motion to approve the following changes: that the name of the Conrad Business, Entrepreneurship and Technology Centre be changed to the “Conrad School of Entrepreneurship and Business” within the Faculty of Engineering, and that it be granted formal status as an academic unit.

**7. 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 Science Society Fee as presented in the report.

**Motion:** To approve the Graduate Student Association Administered Fees as presented in the report.

**8. REPORTS FROM COMMITTEES**

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

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

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

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

**Pension & Benefits.** The Board received the report for information.

**9. REPORTS FROM INSTITUTE FOR QUANTUM COMPUTING**

**Annual Report to the Ministry of Innovation, Science and Economic Development.** The Board heard a motion to approve the IQC annual report to ISED as presented in the report.

**Corporate Plan 2018-19.** The Board heard a motion to approve the IQC corporate plan as presented in the report.

In response to a question about the reference in the Governance Committee report about concerns raised in the self-assessment questionnaires and what information was given subsequently at the orientation, the secretary advised that some responses revealed that clearer information regarding committee mandates and how agendas are constructed needed to be conveyed.

Pristanski advised that he will not speak against the Conrad Centre becoming a school, but did recommend that the University take a more strategic approach to entrepreneurship and business activities in the future. Dean advised that a new council is being formed to discuss this issue and will welcome all Board members' feedback.

The question was called and the motion carried with one abstention.

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## Regular Agenda

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

**Update on Student Mental Health Report Implementation.** Heins advised that this matter will be covered under the Report of the President.

### **11. PRESENTATION – VICE-PRESIDENT, UNIVERSITY RESEARCH**

The vice-chair introduced Charmaine Dean, vice-president, university research.

The vice-president provided members with a presentation titled “An unconventional approach to education, research and commercialization”. Members heard about: transformational research and key areas of focus; awards received by University of Waterloo researchers in 2017; work being done on the interdisciplinarity front; details about specific institutes; innovation initiatives; funding; commercialization support; internationalization efforts; the research ecosystem.

The vice-president introduced Andria Bianchi, a PhD candidate in the Department of Philosophy. Bianchi shared that she knew before she arrived at Waterloo that she likely was not looking for a career as an academic. She described how the interdisciplinary research she undertook at Waterloo, the communication skills she developed, and overall guidance that she received as a graduate student prepared her well for her chosen career.

### **12. REPORT OF THE PRESIDENT**

**President’s Update.** Following a warm welcome to new and returning members, the president expressed his thanks to Dixon, attending his last meeting as interim vice-president, academic & provost, and introduced members to Jim Rush, the incoming provost.

The president updated the Board on a number of issues summarized in his written report, and otherwise, including: recent achievements; an update on student mental health activities; timing and consultation opportunities for the next strategic plan. With respect to the white papers that are framing some consultation activities, members were encouraged to read them and weigh in with feedback through any mechanism they preferred: attendance at a specific consultation session, direct feedback to the authors of the papers, or to him directly.

In discussion: a description of the Innovation Summit held in Toronto and coming activities on that front; a brief discussion of the supercluster activities and Waterloo’s involvement; student mental health initiatives and activities.

**Discussion of White Paper: Student Learning Environment.** The president introduced Mario Coniglio, associate vice-president, academic, to present on “Advancing Undergraduate Learning: Next Steps.” Coniglio, and Donna Ellis, director of the centre for extended learning broadly spoke to the next steps in advancing undergraduate learning. In discussion: strategic priority areas; the sources being used by the teaching and learning working group; approaches; the Waterloo teaching landscape; strengths and challenges. They concluded with a description of proposed strategic priority areas, including: innovations; student-led initiatives; assessment innovations and a variety of approaches; infrastructure needs; advancing research and discovery activities.

In discussion: faculty turnover and retention; ways to encourage innovation in classroom activities; lessons being learned from other institutions; the proposed vision statement, and its ties to lifelong learning; ways to engage individuals with post-graduate education and provide value; the evolution of activities to reflect the changing world; the continued focus on maintaining quality at all times.

Members were invited to reach out to Coniglio directly to provide further feedback.

**Report of the Vice-President, Advancement.** The president introduced Joanne Shoveller, vice-president, advancement. The vice-president reported on building a university-wide philanthropic culture. She spoke to: fiscal year end results; reasons for a new campaign; phases of that campaign, and timelines; the campaign planning committee; benchmarking; creating the case; needed infrastructure and resources.

In discussion: a suggestion to focus on the outcomes of a Waterloo education; the work Shoveller's office does with new alumni startups.

**Report of the Associate Vice-President, Graduate Studies and Postdoctoral Affairs.** The president introduced Jeff Casello, associate vice-president, graduate studies and postdoctoral affairs. Referring to his written report submitted to the Board, Casello provided the Board with an update on enrollment data, funding, and ways to attract and retain exceptional graduate students.

In discussion: the value of strong relationships between graduate students and their supervisors, and of career development opportunities; coming advancements in the recruitment and application realms; advice that the applicant pool is very deep; recent increases in research funding.

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

**Staff Salary Recommendation.** The Board heard a motion to approve the Staff Salary Recommendation as presented in the report.

Gamble and Dea. Carried unanimously.

### 14. CONFLICT OF INTEREST DECLARATION FORM

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

### 15. REPORTS FROM COMMITTEES

**Finance & Investment.** The Board heard a motion to approve Fiera Capital as a global equity investment manager for the University's endowment fund; and further that the Board of Governors approve the immediate deployment of approximately \$50.5 million CAD to the global equity strategy of Fiera Capital, in accordance with the approval provided at the meeting of 6 February 2018.

Schlegel and Kennedy. Carried unanimously.

**Joint Report from Finance & Investment and Pension & Benefits.** The Board heard a motion to endorse the report outlining the prospective Pension Investment Committee as described in attachment #1, including the terms of reference contained therein, and further that the Board of Governors direct that such amendments as are necessary to put the Pension Investment Committee into effect be prepared for the 30 October 2018 meeting of the Board of Governors.

Schlegel and George. Carried unanimously.

**Responsible Investment Working Group.** The Board heard a motion to endorse the recommendations of the report of the working group as described in Attachment #1, and further that the Board of Governors direct that such actions as outlined in the report be prepared and brought forward to the Board of Governors on the timelines described.

Gamble and Kennedy.

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The vice-chair invited Bruce Gordon, chair of the working group, to present to the Board. Gordon briefly spoke to his former service as a member of the Board and advised re: the working group's activities over the last two years. Members heard: an overview of the University's financial assets; outreach activities; the recommendation; advice that today's decision is the start of the journey, not the end.

The vice-chair invited Truzaar Dordi, a PhD candidate in the School of Environment, Enterprise and Development and representative of "Students for a Fossil Free UWaterloo," to present to the Board. Dordi thanked Heins for providing him with the opportunity to speak to the Board. On behalf of the group, he advised: they commend the University for its diligence and rigour in looking at the issue, but are disheartened that the recommendation does not go far enough toward divestment; the group does appreciate where the university looks to be headed on the issue; the group would like to be engaged in the future.

Dea expressed thanks to the working group for its work which she deemed to be fair and thorough, and the recommendation which she finds compelling. Dea requested the Board to consider discussing the report today and deferring a decision with respect to the recommendation until the October meeting so members would have more time to consider it. Dea moved that the motion be tabled until the October meeting of the Board.

Dea and Freeman.

In discussion: discomfort with deferring the decision; recognition that the report is a starting point; advice from a new member with some familiarity with the issue that the report represents a very good start; recognition of the hard work to come to move forward; the need for the Board to make sound fiduciary decisions; advice that the recommendation received unanimous support from the Finance & Investment committee; a reminder that circulation of the motion was in line with regular Board practice and timing; from several members a reiteration that the recommendation represents the beginning of a process, not the end.

The chair sought Dea's thoughts on recalling her motion in light of the discussion which she declined.

The question was called and the motion was defeated with three for, 19 against, and three abstentions.

The original motion was called and carried with one abstention.

## **16. OTHER BUSINESS**

There was no other business.

The Board convened in confidential session.

20 September 2018

Karen Jack  
University Secretary