

University of Waterloo
BOARD OF GOVERNORS
Minutes of the Tuesday 07 February 2022 Meeting
[in agenda order]

Present: Nyla Ahmad, Michael Ashmore, Peter Barr, Carol Cressman, Lori Curtis, Jack DeGooyer, Catherine Dong, Michael Eubanks, Cindy Forbes (chair), Teresa Fortney, Murray Gamble, Vivek Goel, Rob Gorbet, Susan Grant, Nancy Heide, Russell Hiscock, Andre Hladio, Andrea Kelman (acting secretary), Achim Kempf, Sheryl Kennedy, Ellen MacEachen, Dorothy McCabe, Mary Robinson, Matthew Schwarze, Jagdeep Singh Bachher, Stanley Woo, Stephanie Ye-Mowe

Guests: Suman Armitage, Sandra Banks, Jean Becker, Bruce Campbell, Sam Charles, Daniela Cross, Charmaine Dean, David DeVidi, Nenone Donaldson, Lori Gamble, Anne Galang, Diana Goncalves, Mike Grivicic, Sarah Hadley, Michelle Hollis, Ross Johnston, Jennifer Kieffer, Christiane Lemieux (for Mark Giesbrecht), Robert Lemieux, Lili Liu, Peter Lowe, Nick Manning, Norah McRae, Cathy Newell Kelly, Fayaz Noormohamed, Nahannee Schuitemaker, Leanne Perreault, Bill Pristanski, Alice Raynard, Chris Read, Jacinda Reitsma, James Rush, Daniela Seskar-Hencic, Jeremy Steffler, Brandon Sweet, Christopher Taylor, Mathew Thijssen, Sean Thomas, Sarah Willey-Thomas

Regrets: Dominic Barton, Lisa Mak, Karen Redman, John Saabas, Naima Samuel, Kevin Strain, Berry Vrbanovic, Dan Weber

OPEN SESSION

Elder William Woodworth provided the Board with a lesson on the meaning and ceremony associated with the Wampum belts displayed in the Board and Senate Room, and noted:

- Wampum belts commemorate first encounters with settlers.
- Overview of the three wampum belts:
 - The first belt has two lines to represent the canoe and tall ships, traveling side by side, as separate but equal.
 - The second belt has three rows to represent the good mind, the unifying power when we work together as nations and peace and wellness.
 - The third belt is the dish with one spoon wampum, given to the President at the commitment ceremony in September and is often shared between Indigenous nations.

Elder Woodworth was thanked, on behalf of the Board, for his sharing of knowledge.

1. CONFLICT OF INTEREST

Governors were asked to declare any conflicts they may have in relation to the items on the agenda. The following conflicts were declared:

- Cindy Forbes declared that she began acting as an advisor to Green Shield Canada in January 2023, however, which took place after the procurement process for GSC.
- Carol Cressman declared a conflict of interest regarding item 9a: noting her role as Co-Chair of the Fundraising effort and volunteer.
- Nasser Mohieddin Abukhdeir declared a conflict of interest regarding item 5a as it relates to approval of his sabbatical.

2. REMARKS FROM THE CHAIR

Cindy Forbes provided opening remarks:

- Welcomed Jacinda Reitsma, Nasser Mohieddin Abukhdeir, Berry Vrbanovic, Karen Redman and Dorothy McCabe.
- Thanks to Jeff Casello and Dave DeVidi for the recent Board Education session on program quality assurance.
- Highlighted upcoming Board and Committee meetings at the end of the agenda.
- Expressed concern and condolences for those impacted by the devastating earthquake in Turkey and Syria and noted support services available for students, staff and faculty.

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- Acknowledge February as Black History Month, noting that as we celebrate Black excellence, we should also reflect upon the struggle and sacrifices that continue.

3. AGENDA/ADDITIONAL AGENDA ITEMS

The Board heard a motion to approve the agenda as presented. Fortney and Ye-Mowe. Carried.

Consent Agenda

The Board heard a motion to approve and/or receive for information by consent items 4-6 as below. Gamble and Gorbet. Carried with one abstention.

4. MINUTES OF THE 25 OCTOBER 2023 MEETING

The minutes were approved as presented.

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

- a. Sabbatical and Administrative Leaves**
- b. Accountability Status Report**

The Board approved the sabbatical and administrative leaves and cancellations and received the remainder of the report for information.

6. REPORTS FROM COMMITTEES

- a. Audit & Risk Committee.**
- b. Finance & Investment Committee.**
- c. Governance Committee.**
- d. Pension & Benefits Committee.**

The Board received reports (a)-(d) for information.

Regular Agenda

7. BUSINESS ARISING FROM THE MINUTES

There was no business arising.

8. REPORT OF THE PRESIDENT

a. General Update

The President provided an update to the Board, and noted the following:

General Update:

- Highlighted monthly updates to the Board as an opportunity to communicate on important matters between Board meetings.
- Extended thanks to Elder Bill for sharing wisdom on wampum belts and his ongoing work as well as thanks to Elder Henry and Jean Becker for their role in planning the commitment ceremony. The President also noted the progress towards reconciliation as an institution while acknowledging there remains a great deal of work to be done.
- Highlighted recent luncheon with the President, Provost and the Black Faculty Collective for Black History month.
- 2022 holiday message focused on winter solstice and discussion with Savannah Seaton – her experience as a UW student reminds us of the importance of sharing traditional knowledge and the lands we share.

Government Relations Update:

- Financial sustainability as a top priority with provincial government, including continued advocacy for increases for support for institutions and examination of tuition framework.
- Status update related to Bill 124 and consideration of next steps.
- Approval of Bill 26, which requires a sexual misconduct policy for employees, required for 1 July 2023.

- Research security update to be discussed in further detail later in the agenda.
- Update on the Auditor General reports released in the Fall, noting positive impact of Senate Governance Review, Board Governance Review and policy work at Waterloo.

Reputational Research 2022:

- Reputational research study and results, including Waterloo as #1 market leader for innovation, entrepreneurship and co-op/experiential education; comparator institutions; recognition as compared to other institutions; and key issues to address to remain relevant.

Waterloo at 100:

- Update on the Waterloo at 100 report and Global Futures Report.
- Upcoming opportunity for Board engagement on the final draft of the report on 1 March 2023.

The Board discussed further opportunities for the Auditor General reports to be discussed and that the Governance Committee would be tasked to consider next steps.

b. Strategic Plan Update: Talent – Panel Discussion

i. Indigenization of Curriculum and Anti – Racist Pedagogies

The Board heard an update from a School of Pharmacy panel, including Andrea Edginton (Professor; Hallman Director School of Pharmacy; Associate Dean, Faculty of Science), Leslie Wexler (Senior Educational Developer, Indigenous Knowledges and Anti-Racist Pedagogies), Celine Huab (Pharmacy Resident), Breanna Quan (student), Elaine Lillie (Adjunct Assistant Professor; School of Pharmacy) on the Indigenization of the curriculum.

The Board heard and discussed the following:

- Impact of pharmacies as highly accessible health care.
- Shift to include EDI through regulatory body and across all Canadian pharmacy schools.
- School of Pharmacy developed an Indigenization strategy as important first step.
- Admissions pathway, Northern placements and other opportunities for students.
- Use of Four Seasons course to facilitate guided talking circles as part of curriculum.
- Experiences of pharmacy resident with placement in Northern fly-in community, including understanding barriers to health care; providing culturally safe care; and self-education.
- Experiences of a first-year pharmacy student including benefits of talking circles; exploring topics such as implicit bias; and cultural competence.
- Incorporation of indigenous ways of knowing and healing methods throughout the curriculum.
- Use of upper-level case studies in the program to generate more conversations around Indigenization and the creation of new courses.

9. REPORT FROM COMMITTEES

a. Building & Properties

Murray Gamble presented the revised project budget for the Waterloo Eye Institute, noting the cost breakdown on page 43 of the package; additional items not included in the original budget as part of reason for cost increases; and a summary of monies raised for the project as well as a shortfall commitment.

The Board heard a motion to approve a revised project budget of \$50.34 million (previous approval was \$45.25 million) for the Waterloo Eye Institute and that the project proceed to final design and tender.

Gamble and Fortney. Carried with one abstention.

Murray Gamble presented the changes to the type of contract for the Math 4 building., noting change to a Construction Management form of contract to proactively mitigate price risks.

The Board heard a motion to approve the Math 4 building constructed using a Construction Management form of contract rather than the previously contemplated Stipulated Price Contract form of agreement.

Gamble and Barr. Carried with one abstention.

Murray Gamble presented the third motion, noting two motions relating to this item, as included in the meeting materials. Gamble noted the appointment of Diamond Schmitt Architects, noting it is typical for a preliminary design before budget; initial estimate cost of \$90 million expected to change.

Catherine Dong joined the meeting.

The Board discussed the following:

- Process by which an architect is selected, noting competitive RFP process.
- Ongoing work of the President’s Advisory Committee on Design, and the Committee’s review of the entire process.
- Building of new space while society is rethinking use of physical spaces post-pandemic.
- University’s efforts to provide all first-year students with residence experience.
- Impact of shortages of housing in the region.
- Additional new housing to allow for renovation of current housing on campus and in alignment with a 25-year campus housing strategy.
- Improvement of student life.
- Consideration of Indigenous design elements and other cultural design elements, including the engagement of Two Row Architects of Six Nations.

The Board heard a motion to approve the appointment of Diamond Schmitt Architects Inc. (DSAI) as the prime consultants to prepare design and construction documents for a proposed 500-bed undergraduate student residence.

Gamble and Fortney. Carried unanimously.

Murray Gamble presented the second portion of the motion, noting the proposed location of the residence; consideration of alternative sites; location relative to complementary buildings; gateway to residences; and high traffic location.

The Board discussed the following:

- A summary of alternate locations to be provided to the Board.
- Impact of location on reduction of parking, and anticipated minimal loss of parking and green space
- Consideration of LRT train noise in location and related design and construction considerations to address noise, noting sound mitigation as a key consideration for the Building & Properties Committee.

The Board heard a motion to approve the site location for the proposed building on Parking Lot A.

Gamble and Mohieddin Abukhdeir. Carried with one abstention.

b. Finance & Investment Committee and Pension & Benefits Committee

Peter Barr presented the joint report and noted the SIPPs updated for various funds; shift to asset mix; and appointment of CBRE in alignment with the asset allocation.

The Board heard a motion to approve the Coldwell Banker Richard Ellis (CBRE) Group to provide an open-ended real estate fund (CBRE Global Alpha) for the Registered Pension Plan (RPP), the university endowment fund, and the IQC trust fund.

Barr and Ashmore. Carried with one abstention.

c. Finance & Investment Committee

Michael Ashmore presented the changes to the Statement of Investment Policies and Procedures, noting inclusion of venture capital at 0-5% for the endowment.

The Board heard a motion to approve the amendments to the Statement of Investment Policies and Procedures for the University of Waterloo Endowment, as described in Attachment #1 to this report.

Ashmore and Barr. Carried unanimously.

Michael Ashmore presented the 2023/24 tuition fee changes and co-op fee.

The Board heard a presentation on the tuition and co-op fees from James Rush, Vice-President, Academic & Provost and discussed the following:

- Overview of the typical tuition setting process, beginning in early-mid Fall, which was followed for this year.
- Factors used to determine tuition rates including comparator rates, geographical considerations, and similar programs, among other factors.
- Tuition brought forward without confirmation from the Province on tuition framework, noting the request to approve tuition by up to the maximum amount permitted in the domestic category and that the University does not expect significant changes to the current framework.
- Consideration of global comparators in setting tuition rates.
- Impact of differential tuition on out of province students and impact on student mobility, student experience and differentiation between students.
- Opportunities where government permits increases in domestic tuition and related impact on government relations.
- Anticipated work of a government expert panel on financial sustainability.

The Board heard a motion to approve the 2023/24 tuition fee changes and the 2023/24 co-op fee, as described in Attachment #2 to this report.

Ashmore and Hiscock. Carried with five opposed and one abstention.

James Rush presented an update on the 22/23 Operating Budget and planning for 23/24 and the Board heard and discussed the following:

- Overview of revenue/income side and changes from the projects, in particular changes to tuition and interest income.
- Impact of pandemic for students accelerating degree progress and continued impact in next year's budget.
- Impact of salary expense increases.
- Commitment to deferred maintenance given anticipated investment over many years, noting conversations and consultation on this budget line.

- Deferred maintenance considerations as buildings reach end of life cycle as issues are much more acute.

The Board took a 15-minute recess.

10. REPORT FROM THE VICE-PRESIDENT, ADMINISTRATION AND FINANCE

a. Student Services Fee 2023/2024

b. Campus Housing Fees

Jacinda Reitsma, Vice-President, Administration and Finance, presented the proposed Student Services Fees for 23/24, noting management's contributions to the development of fees; the role of the Student Service Advisory Committee and associated role originally presented to the Board in 1994; slight decrease in fees as a result of some cost savings from the pandemic; comparator data for fees noting some differences between university fees; and housing fees changes with exception of family housing because of regulatory requirements.

The Board heard a motion to approve the Student Services Fees for all full-time and part-time undergraduate and graduate students' effective 1 May 2023 and to approve campus housing 2023/24 residence fee rates, effective Fall 2023 as presented.

Ye-Mowe and Dong. Carried unanimously.

11. REPORT FROM THE VICE-PRESIDENT, ACADEMIC & PROVOST

a. Co-Op Annual Update

Norah McRae, Associate Provost, Co-operative and Experimental Education, provided the annual Co-op update and the Board heard and discussed the following:

- Five key pillars associated with the strategic plan.
- Changes to major reflective reports and shift to reflective reports associated with professional development courses.
- Upcoming conference for employers.
- Efforts to future proof students and improve the student experience.
- Opportunities for smaller, local employers to attract students.
- Creation of opportunities of work integrated learning at the graduate level.

12. OTHER BUSINESS

There was no other business.

The Board convened in confidential session.