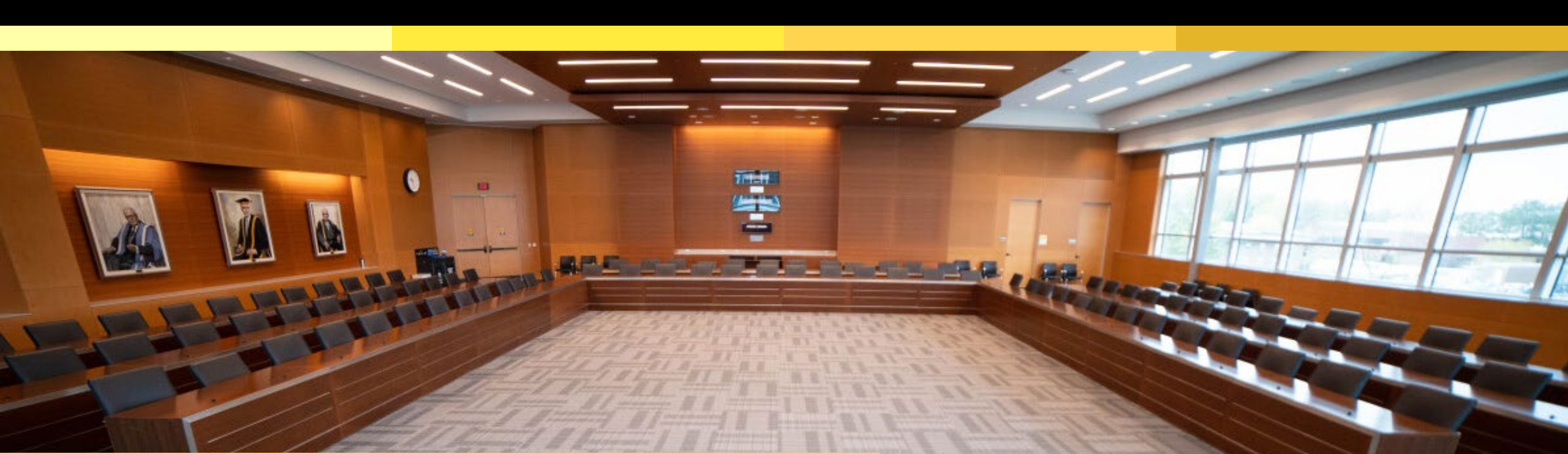




SENATE ORIENTATION



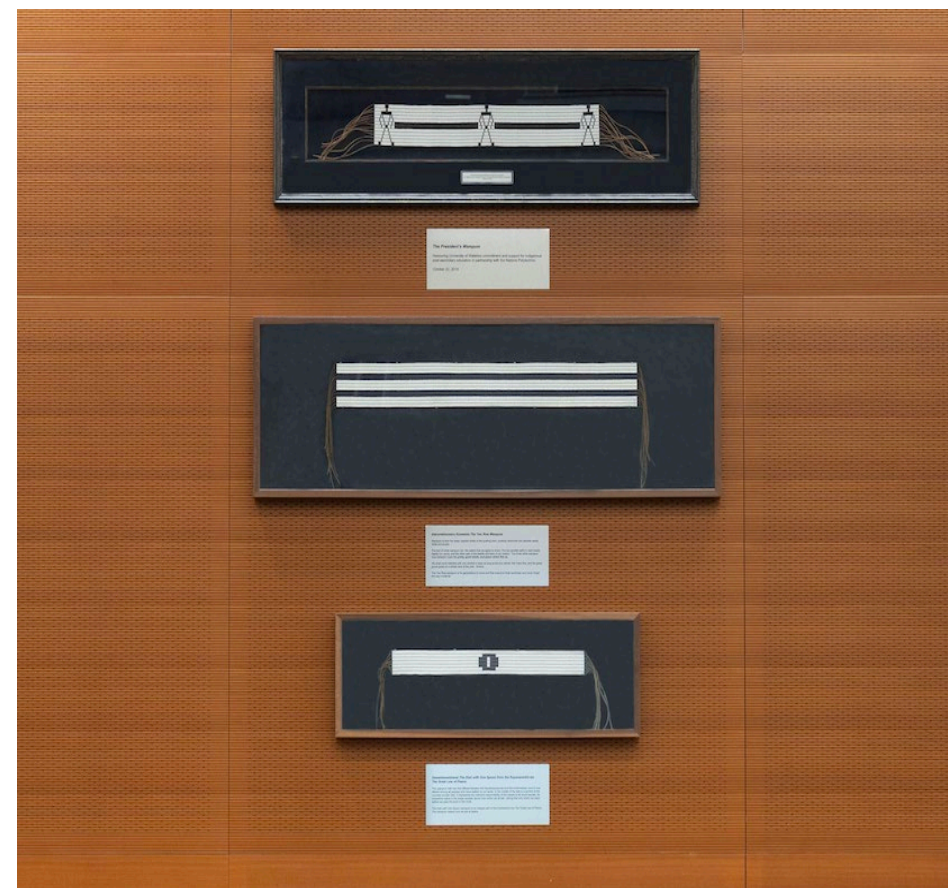
UNIVERSITY OF
WATERLOO

Territorial Acknowledgment

The University of Waterloo acknowledges that much of our work takes place on the traditional territory of the Neutral, Anishinaabeg and Haudenosaunee peoples.

Our main campus is situated on the Haldimand Tract, the land granted to the Six Nations that includes six miles on each side of the Grand River.

Our active work toward reconciliation takes place across our campuses through research, learning, teaching, and community building, and is coordinated within the Office of Indigenous Relations.



SESSION OBJECTIVES

- ✓ Explore the unique nature of university governance
- ✓ Review the mandate and responsibilities of Senate
- ✓ Explore intersections between the Board of Governors and Senate
- ✓ Review of Governing Documents
- ✓ Opportunity to meet your fellow senators

BUT FIRST ... A LESSON IN SENATE ROOM TECHNOLOGY



In Person

- To indicate you would like to speak, please hold the button beside your microphone until it turns **red (~4 seconds)**. A red light means you are in the queue to speak.
- The Chair will call on you to speak when it is your turn. The light will turn **green** when your mic is turned on.
- Please ensure your laptop does not block the microphone.



Online

- You will be added as a "Panelist" for the Zoom meeting. Please watch your screen and accept the invitation to join as a Panelist when asked to do so.
- Ensure your Zoom name matches your name. Phone numbers cannot be added as panelists.

WHAT IS GOVERNANCE?

A system through which an organization is directed and controlled.

WHAT MAKES UNIVERSITY GOVERNANCE UNIQUE?

Culture and Values Rooted in History and Tradition



Academic Self-Governance / Collegial Governance



Bi-cameral Governance

UNIVERSITY GOVERNANCE IN CANADA



UNIQUE GOVERNANCE CONTEXT

Shared Governance

- Usually bi-cameral with a Board and Senate (or equivalent)
- Academic self-governance = academic decisions made by those most impacted (i.e. faculty and scholars)

Legislative Context

- In Ontario, universities are governed by independent statutes (establishes governance structures)
- Subject to Broader Public Sector directives and related legislation

Regional Context

- Provincial jurisdiction over education is varied in terms of provincial appointees and in some cases selection of Board Chairs and Presidents (e.g. Newfoundland)
- Legislative framework varies (e.g. Alberta, BC and overarching legislation)

WHAT GOVERNS US

The University of Waterloo Board of Governors and Senate were established through the University of Waterloo Act, 1972.

Per the Act, the direction and operations of the University are determined by a bicameral governance system: the Board of Governors and the Senate.

WHAT WE GOVERN

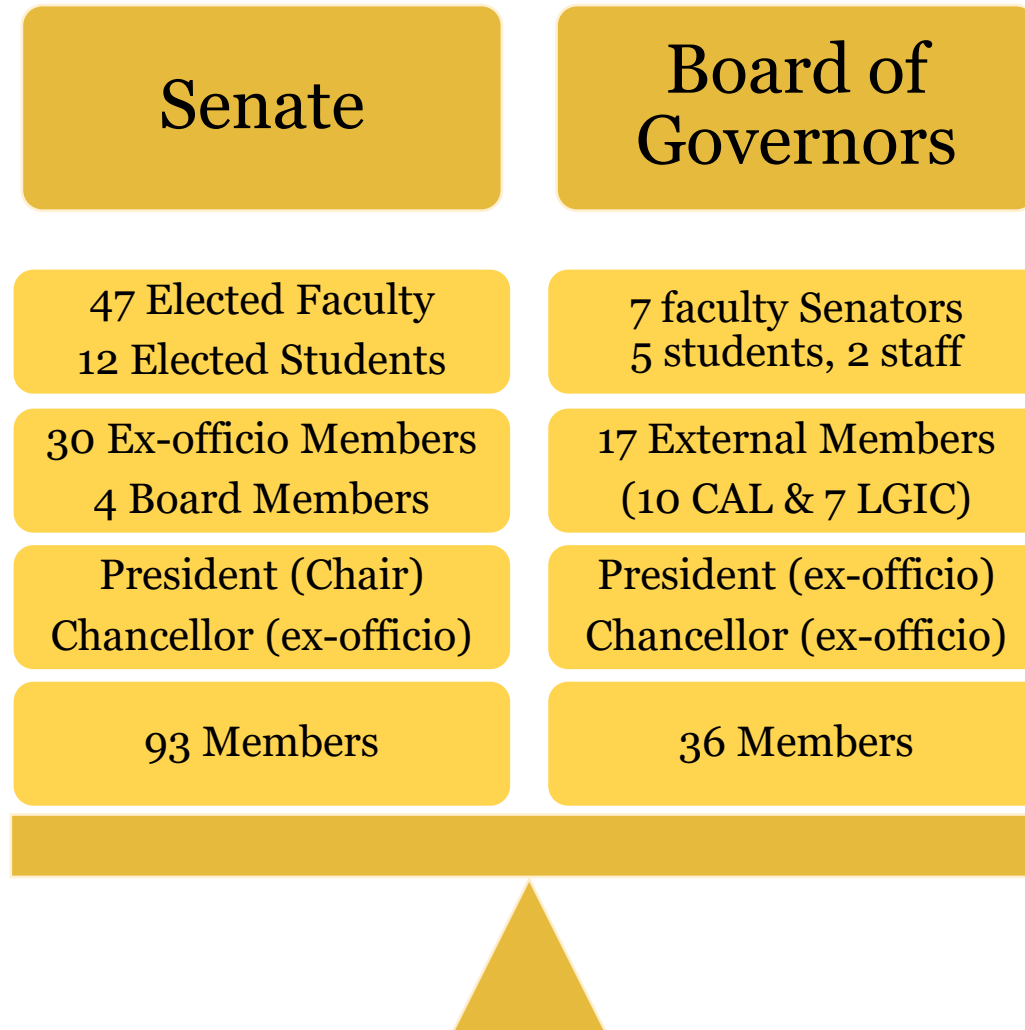
Senate is the University's highest academic governing body. Under the *University of Waterloo Act, 1972*, Senate is responsible for establishing educational policies and exercising authority over a wide range of academic matters.

Senate's role is to ensure the quality, integrity, and direction of the University's academic mission. Senate conducts much of its work through committees.

GOVERNANCE AT WATERLOO



BI-CAMERAL GOVERNANCE AT WATERLOO



SENATE MANDATE

- Responsible for academic programs, educational policies, faculty appointments, qualifications for degrees and diplomas, conferring honorary degrees, Chancellor
- Subject to the approval of the Board, has the power to create, modify or remove schools, institutes, departments or chairs
- Conducts its business through committees, including on topics such as:
 - Cyclical program reviews
 - Admissions standards, courses of study, and degree qualifications
 - Minor and major curriculum modification, new programs
 - Renewal of research centres and institutes

SENATE GOVERNANCE PRINCIPLES

- Academic self-governance **balances public and academic interests** as part of a bicameral structure
- Not a technically a “fiduciary” responsibility, but **akin** to
- Responsibility to make decisions **in the best interests of the institution as a whole** – regardless of constituent group

SENATE COMMITTEE STRUCTURE

- Senate has established several Committees and Councils
 - Each body is delegated responsibility to conduct work on behalf of the Senate
 - Much of the substantive work of Senate (prior to approvals) occurs in these committees.

Senate

Executive Committee

Planning & Finance Committee

Graduate Council

Honorary Degrees
(Honorary Members of the University)

Research and Innovation Council

Undergraduate Council
(Curriculum Subcommittee)

Academic Quality Enhancement Committee

BOARD MANDATE AND ROLE

- The Board is responsible for “**the government of the University and the control of its property and revenues, the conduct of its business and affairs**, save with respect to such matters as are assigned by this Act to the Senate.”
- The Board’s role is one of **stewardship**, within a bicameral governance structure, for the purpose of ensuring the University fulfills its objects which are “**the pursuit of learning through scholarship, teaching and research within a spirit of free enquiry and expression.**”

BOARD MANDATE AND ROLE

- The Board is responsible for governing and **overseeing** the activities and affairs of the University
- The Board **delegates** responsibility for day-to-day leadership and operations to the President and oversees the President in carrying out these responsibilities
- The Board carries out its mandate **directly** and **through its Committees**

BOARD COMMITTEES

- Responsibilities and membership outlined in the Terms of Reference for each Committee
- May make recommendations to the Board or approve on behalf of the Board based on delegated authority
- Work of the Board is often done at the Committee level given time constraints and expertise
- Appointments reflect expertise of members

Board of Governors

Audit & Risk Committee

Building & Properties Committee

Community & Culture Committee

Executive Committee

Finance & Investment Committee

Governance & Leadership Committee

Pension & Benefits Committee
(Pension Investment Committee)

Signing Committee

GOVERNANCE CONNECTIVITY

Senate

Senate Planning and Finance Committee

Receive and consider the annual operating budget, for recommendation to Senate.

Senate & Board Connectivity

Joint Education Sessions

January 19, 2026 &
March 23, 2027

Operating Budget Approval

Senate recommendation;
Board approval

Board

Finance and Investment Committee

To review the framework within which the University's annual operating budget is developed and to recommend the University's annual operating budget to the Board.

SENATE GOVERNING DOCUMENTS

University of
Waterloo Act,
1972

Senate Bylaws

Committee
Terms of
Reference

Senate Roles
and
Responsibilities

Rules of
Procedure

Procedures for
Senate Elections
and
Appointments

THE UW ACT: SENATE'S SOURCE OF AUTHORITY

- The Act states that Senate has the power to **establish the educational policies of the University** and to make recommendations to the Board on matters relating to University operations.
- **For Senators, this matters because...**
- When you are considering a question at Senate, one of the first things to ask is: **"Is this within Senate's authority?"**
- This question helps distinguish between: something Senate **decides**; something Senate **recommends to the Board**; something Senate can **provide advice or perspective on**; something that belongs primarily to the **Board or administration**

THE UW ACT: POWERS OF THE SENATE

- Section 22 of the University of Waterloo Act gives Senate authority over the University's academic affairs.
- In practical terms, Senate:
 - Sets educational and academic policies
 - Oversees academic programs and curricula
 - Determines policies related to faculty qualifications, appointments, tenure
 - Confers degrees, diplomas and honorary degrees
 - Leads long-range academic planning
 - Makes recommendations to the Board on matters within its mandate

THE UW ACT: POWERS OF THE SENATE

Language in the Act: (b) subject to the approval of the Board of Governors, in so far as the expenditure of funds is concerned, to establish, maintain, modify or remove, curricula of all courses of instruction including extension courses;

- Interpretation: The Senate is responsible for establishing, maintaining, updating, or discontinuing all academic programs and courses offered by the University. This includes undergraduate, graduate, professional, and continuing education programs.
- How is this executed: Through the work of SUC, SGC and AQUE. Regular updates on work of the committees can be found within the consent agendas; any major modification or new program is brought forward on the regular agenda for Senate to consider.

Language in the Act: (k) to consider and to recommend to the Board of Governors policies concerning the internal allocation or use of University resources;

- Interpretation: The Senate reviews and makes recommendations to the Board of Governors about how funding and resources should be allocated within the University, including the operating budget and insofar as they relate to academic matters. While the Senate may provide input or recommendations, the final decision is made by the Board of Governors.
- How is this executed: The Senate Planning and Finance Committee receives regular updates on the operating budget and development of institutional plans (Campus Plan, R+T Park Strategic Plan, Library Space Plan). The Operating Budget is brought to Senate in April for recommendation to the Board.

THE UW ACT: POWERS OF THE SENATE

Language in the Act: (m) to create councils and committees to exercise its powers;

- Interpretation: The Senate has the authority to establish standing committees, councils, subcommittees, or working groups to help carry out its responsibilities and to make recommendations to Senate.
- How is this executed: For example, separating Senate Graduate and Research Council into Senate Graduate Council and Senate Research and Innovation. Changes to Senate's governance structure should consider an environmental scan (How do comparator institutions structure similar functions?), mandate & authority (Does the proposed structure fit within Senate's mandate and authority?), and rationale & purpose (What need or opportunity does the change address?)

Language in the Act: (n) to provide, if considered necessary, for an executive committee which shall act in the name and on behalf of the Senate between regular meetings of the Senate;

- Interpretation: The Senate may create an executive committee that can act on its behalf between regular Senate meetings. The executive committee ensures that decisions can be made in a timely and efficient manner.
- How is this executed: The Senate Executive Committee (SEC) is tasked with ensuring that items coming forward to Senate are within Senate's mandate and jurisdiction. In rare circumstances, SEC may act on behalf of Senate where authority has been expressly delegated by Senate, and shall report such activities to Senate.

SENATE ENGAGEMENT WORKING GROUP (SEWG)

- Created by Senate in Fall 2025 to review current practices and opportunities to enhance senator engagement
- Membership included 12 elected members of Senate
- Reviewed environmental scans of comparator institutions, past senate feedback, ultimately developing a suite of governance and procedural documents intended to reduce barriers to participation, enhance transparency, and support meaningful engagement by senators
- Bylaw 1 amendments, Rules of Procedure for Senate, Roles and Responsibilities, Procedures for Senate Elections and Appointments and 22 additional recommendations

SENATE BYLAW 1

- A bylaw relating generally to the business and affairs of Senate of the University of Waterloo, and its Committees and Councils.
- Senators should use bylaw 1 to understand:
 - How special meetings are called
 - Parameters for open and closed sessions
 - How to declare a conflict of interest
 - Meeting formats: formal vs informal

SENATE BYLAW 1

New for 26/27:

- Clarity on special meetings
 - While rare, additional guidance on how special meetings are called was added to balance the right of individual Senators to request special meetings with the institutional responsibility to ensure that Senate meetings operate within the Senate's legal and governance framework.
- Informal Sessions
 - Provide a space for discussion, feedback on topics of relevance to Senate
 - **No binding decisions can be made** during an informal session.

RULES OF PROCEDURE OF THE UW SENATE

Clarifies how Senate meetings operate in practice and makes Senate processes more transparent, predictable, and accessible to Senators.

Provide transparency and procedural framework, making agenda processes more explicit, understandable, and subject to review by Senate itself.

The Rules of Procedure:

- Intended to ensure that all Senators who wish to speak have that opportunity
- Support meaningful participation to broaden voices heard at Senate
- Promote informed decisions through transparent process for motions, agenda items and voting

RULES OF PROCEDURE OF THE UW SENATE

Speaking Rules

A member may speak for up to two (2) minutes at a time, unless the makes an exception

A member who has already spoken, shall not be recognized unless all other members who wish to speak have been recognized.

Subject to the discretion of the chair, a member shall not normally speak more than twice on the same motion or discussion item.

The mover of a main motion shall have the right of reply, which shall not exceed five (5) minutes.

RULES OF PROCEDURE OF THE UW SENATE

Procedural Motions

When a motion is under debate, no motion shall be received except the following, which shall have precedence in the order listed:

- to adjourn the meeting;
- to recess;
- to defer debate;
- to put the question/call the question (closure); needs 2/3 affirmative vote
- to refer or commit;
- to amend;
- to divide the motion

Others: suspension of rules, extension of meeting time

RULES OF PROCEDURE OF THE UW SENATE

How may a senator bring new business forward to Senate?

Before a meeting - shall be submitted in writing to the Secretary of Senate during normal business hours not less than twenty-four (24) hours before the start of a scheduled SEC meeting

During a meeting – affirmative vote of 2/3 of members present and voting

Agenda Exclusion

A member who has properly submitted an agenda request that was not placed on the agenda, ...may move that the item be added to the agenda, and such motion shall be decided by a simple majority of members present and voting.

UW SENATE ROLES AND RESPONSIBILITIES

- Intended as a guidance and orientation resource
- Articulates shared expectations and principles;
 - Expectation of preparation, respectful participation, confidentiality, and explicitly affirms the importance of constituency perspectives, dissent, and diverse viewpoints.
 - Commitment to uphold standards of programming, academic freedom, and institutional responsibility.
- Senators serve on a formal institutional governing body whose decisions affect the entire University.
- The document also clarifies expectations respecting the role of the Chair.

ROLE AND RESPONSIBILITIES OF THE CHAIR

(c) The Chair is responsible for maintaining order and decorum during meetings, and will do so with fairness and impartiality. In exercising this responsibility, the Chair is empowered to:

- recognize speakers and control the order of participation;
- rule on questions of procedure and order, subject to appeal to Senate as set forth in Senate Bylaws and Rules of Procedure;
- invite members to make motions or to speak to points of debate;
- enforce time limits and ensure relevance of debate;
- call a member to order for disruptive conduct;
- suspend or adjourn a meeting in the event of disruption or loss of quorum; and

(d) The Chair will foster constructive, inclusive, and respectful debate, and ensure that all members have the opportunity to contribute while maintaining focus and efficiency.

(g) The Chair will support informed decision-making by ensuring clarity in motions, voting procedures, and outcomes. While consensus is not required, the Chair will, where appropriate, encourage it.

ROLE AND RESPONSIBILITIES OF SENATORS

(b) Offer perspective from their own experience and from their respective communities at the University, to inform good decision making.

(d) Uphold core principles expressed in University policies (such as academic freedom, freedom of expression, collegial governance, ethical behaviour, and the promotion of equity, diversity, inclusion and accessibility) in Senate decision-making.

(f) Prepare diligently for meetings by reviewing materials in advance, seeking clarification where necessary, and contributing thoughtfully and respectfully to deliberations. While all perspectives merit consideration, consensus is not required, and decisions duly adopted by Senate represent the collective judgment of the body.

ROLE AND RESPONSIBILITIES OF SENATORS

(g) Participate constructively by engaging in respectful discussion of matters which are brought before Senate and its various bodies, including committees, councils, subcommittees, and working groups.

(n) Recognize that Senate standing committees, councils, subcommittees, and working groups support Senate by developing recommendations and, where authorized, exercising delegated responsibilities in accordance with Senate bylaws.

(o) Recognize that all Senators have the same duties, roles, and responsibilities in their capacity as Senators.

PROCEDURES FOR SENATE ELECTIONS AND APPOINTMENTS

- Bylaw 3: Selection of members of Senate, provides information on the elections process (nominations, voting, by-elections)
- The Procedures developed by SEWG build on Bylaw 3 to provide transparency into the process of how members are elected to senate and appointed to committees
- Diversity or democratic processes
- Secretariat is responsible for developing a slate of committee members that seeks to balance representation and support diversity across committees.
- Preferences survey and nominations from the floor
- Ultimate approval remains with Senate

ABOUT THE SECRETARIAT



Governance

Internal
Relations
Support
Services

University
Tribunal
Support
Services

University
Policy

Ombuds
Office

SECRETARIAT MISSION AND MANDATE

The Secretariat's mission is to manage and support the University's **bicameral governance** system consistent with statutory requirements, the **University of Waterloo Act**, the By-laws and regulations of the Board of Governors and Senate, and **leading governance** practices.

Our most important role is to impartially support the integrity of University of Waterloo governance processes which in turn bolster institutional autonomy, transparency and accountability.

SECRETARIAT TEAM



Gen Gauthier-Chalifour
University Secretary



Diana Goncalves
Administrative Officer



Ben Doadt
Deputy Secretary



Tony Kongly
Governance Officer
Senate



Tamara Zur
Associate University
Secretary, Policy and
Special Projects



Tanya Daniels
Governance Officer
Relations and Tribunals



Melanie Figueiredo
Governance Officer
Board



Ashley Day
Associate University
Secretary, Senate



Tim Weber-Kraljevski
Associate University Secretary,
Relations and Tribunals

ACTIVITIES FOR 2026/2027

- Education & Engagement Sessions
 - Senate and Board Retreat: December 4, 2026
 - Operating Budget: January 19, 2027 & March 23, 2027
- Mandate reviews
 - Senate Executive Committee
 - Senate Undergraduate Council
- Women in Governance
- Policy Review
 - Policy 33: Ethical Behaviour

BOARD EFFECT

BoardEffect, a Diligent product, is the main portal for Senators to receive and view Senate and Committee/Council meeting packages.

Diligent has recently updated the main link to access to the portal. Please ensure you are using <https://diligentoneplatform.com>

Questions or issues can be directed to the Secretariat.

The screenshot displays the BoardEffect web application interface for the University of Waterloo. On the left is a dark sidebar with the BoardEffect logo and a menu including 'Back to Platform', 'Home' (highlighted), 'Workrooms', 'Library', 'Directory', 'Messaging', 'Minutes', 'Approvals', and 'Site Settings'. The main content area has a header with the University of Waterloo name and search/notification icons. Below the header, the 'Home' section features a 'Welcome' message (updated May 24, 2024) and the university's crest. The 'Events' section shows 17 events, with 'Senate Orientation 2025' highlighted for September 16, 2025, at 12:00 PM in the Senate Workroom. It includes a list of participants (JA, NA, LA, YA, VA, AB, JB, JB +83) and a 'Responded: 19/91' status. Action buttons for 'Join meeting', 'In person', and 'Export' are at the bottom.

WELCOME FROM THE CHAIR OF SENATE



NETWORKING

- Grab a snack and a drink!
- Complete the Senate BINGO sheet
 - Hand the completed sheet in to a member of the Secretariat to win a prize!
- Visit each engagement station to explore how the Waterloo Values can be woven into the work of Senate.
 - Think Differently: How can Senate be unconventional, bold, and innovative?
 - Act with Purpose: What would make you leave your time on Senate thinking, “That was worth my time”?
 - Work Together: Senate brings together people with different perspectives. What do we need from each other to make that a strength?

UNIVERSITY OF **WATERLOO**



Canada's Innovation University