

University of Waterloo
BOARD OF GOVERNORS
Minutes of the Tuesday 7 April 2020 Meeting
(Meeting held via Teams)

Present: Upkar Arora, Michael Ashmore, Jagdeep Bachher, Peter Barr, Michael Beauchemin, Anne Bordeleau, Shannon Dea, Paul Fieguth, Cindy Forbes (chair), George Freeman, Murray Gamble, Martha George, Robert Gorbet, Feridun Hamdullahpur, Ava Hill**, Russell Hiscock, Karen Jack (secretary), Dave Jaworsky**, Sheryl Kennedy, Sabrina Khandakar, William Pristanski, Neil Randall, Karen Redman, Max Salman, James Schlegel, Mark Seasons, Jeremy Steffler, Maya Venters, Berry Vrbanovic, Kate Windsor

Guests: Sheila Ager, Joe Allen, Jean Andrey, Amanda Annarilli, Agata Antkiewicz, Suman Armitage, Jane Arnem, Bill Baer, Sandra Banks, Kathy Becker, Catherine Bolger, Alison Boyd, Bruce Campbell, Aldo Caputo, Jose Carvajel, Jeff Casello, MaryAnne Chan, Daniel Cockayne, Rex Coffin, Ingrid Cowan, Richard Culham, Charmaine Dean, Stacy Denton, David De Vidi, Annette Dietrich, Katrina Di Gravio, Alyssa Doyle, Yufei Du, Jasmin English, Rob Esselment, Lawrence Folland, Barbara Forrest, Brian Forrest, Amanda Garcia, Nicolas Gauthier, Kim Gingerich, Ian Goldberg, Christine Goucher, Julie Grant, Susan Grant, Mike Grivicic, Ari Grossman, David Ha, Sarah Hadley, Patricia Hancock, Kevin Hare, Candace Harrington, Michael Herz, Michelle Hollis, Lee Hornberger, Dennis Huber, Michael Jack, Narveen Jandu, Beth Jewkes, Ross Johnston, Andrea Kelman, Duane Kennedy, Jennifer Kieffer, Mikalai Kliashchuk, Corrine Krauss, Alice Kuzniar, Meagan Lai, Robert Lemieux, Lili Liu, Ling Loerchner, Stephanie Longeway, Katilyn Lowes, Nick Manning, Kelly McManus, Norah McRae, Christine McWebb, Bessma Momani, Charles Newell, Catherine Newell Kelly, Kim Nguyen, Scott Nicoll, Nicole Nolette, Sarah O'Donnell, Susan Oestreich, Diana Parry, Terri Rau, Alice Raynard, Chris Read, Collin Roberts, James Rush, Aisha Salimi, Beth Sandore Namachchivaya, Daniela Seskar-Hencic, Emily Schroeder, Karl Schuett, Joanne Shoveller, Nadia Singh, Greg Smith, Kimberly Snage, Gail Spencer, Allan Starr, Kerry Stryker, Sherri Sutherland, Brandon Sweet, Sean Thomas, Marilyn Thompson, Susan Tighe, Seneca Velling, Ken Vetzal, Nickola Voegelin, Christine Wagner, Paul Ward, Rebecca Wickens, Nancy Worth

Regrets: Nyla Ahmad,* Dominic Barton,* Tony Giovinazzo,* Linda Ogechi Iheme,* John Saabas*

**joined by telephone

*regrets

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

The chair welcomed members to the meeting and invited the secretary to speak to process adaptations due to the meeting being held virtually. The chair then offered thanks on behalf of the Board to the president and those involved with the significant work undertaken in the University's response to the pandemic. Forbes spoke to the meeting being the last of the governance year and offered thanks to departing governors Beauchemin, Fieguth, Gorbet, Hill, Ogechi Iheme, Pristanski, Seasons, Venters, and Windsor. Members were reminded that additional agenda material for new item #9 was distributed on Friday 3 April.

3. AGENDA/ADDITIONAL AGENDA ITEMS

The Board heard a motion to approve the agenda as distributed.

Gamble and Windsor. Carried unanimously.

Consent Agenda

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

Beauchemin and Arora.

4. MINUTES OF THE 4 FEBRUARY 2020 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/Administrative Appointments. 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.

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

University Professor Designation. The Board received the report for information.

Department Name Change – Waterloo Residences. The Board heard a motion to approve the name change: “Waterloo Residences” to “Campus Housing”.

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

Incidental Fee Changes. The Board heard a motion to delegate authority to the president and provost to approve a modification to the incidental fees assessed and collected during the 2020 Spring term to reflect the online method of program delivery, as outlined in the report.

8. REPORTS FROM COMMITTEES

Audit & Risk. The Board heard a motion to delegate its authority to approve the University’s audited financial statements for the fiscal year ended 30 April 2020 to the Board Executive Committee. The remaining items in the report were received for information.

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

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

**9. REPORT OF THE WATERLOO UNDERGRADUATE STUDENT ASSOCIATION
PRESIDENT**

The Board received the report for information.

In discussion: some student service fees have been waived in light of the pandemic; recognition that the Audit & Risk committee recently discussed the pandemic and cyber security; the Residences department name change does not affect its operation or the standing commitment for space for first-year students.

The question was called and the motion carried unanimously.

Regular Agenda

10. BUSINESS ARISING FROM THE MINUTES

There was no business arising.

11. REPORT OF THE PRESIDENT

The president provided an update on the University's response to the pandemic. In particular, he noted: a few of the adjustments undertaken and some accomplishments; priorities and challenges; ongoing conversations with the government; research on COVID-19 being done at Waterloo; how the University is supporting the external community.

In discussion: the complexities of the decision regarding the fall term; the University's preparedness for "shovel ready" projects in the event funding becomes available; updates regarding co-op placements and spring term registrations; and, at the president's request, from the vice-president, advancement that her team is elevating all alumni and donor outreach in continuing its work on the campaign, and, a recent success was the launch of the student emergency support fund which generated more than \$350,000 to date from more than 1000 donors; the Waterloo Undergraduate Student Association was noted as an important partner in the development of this campaign.

12. SELF ASSESSMENT SURVEY

Members understood that the survey will be distributed by email following the meeting.

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

Following introductory commentary regarding the Finance & Investment Committee's consideration of the draft budget before the pandemic struck, and, that in light of current circumstances, the budget offered is provisional and a base line by which the University may assess itself in the future, Rush presented members with an overview of the 2020/21 provisional operating budget. Speaking to his slides, Rush discussed: provisional projected revenue and expenses; the sources of the uncertainty; details regarding income and expenses.

Members heard a motion to approve the 2020/21 provisional operating budget.

Schlegel and Freeman.

In discussion: the current lack of firm data regarding impacts, both in the spring and fall terms; the value of having this reference point for future planning and decisions.

The question was called and the motion carried.

14. REPORT FROM THE PRESEDENTIAL NOMINATING COMMITTEE

The chair spoke to the report distributed with the agenda. The Board heard a motion to endorse the recommendation of the Presidential Nominating Committee to appoint the next President of the University to a term of office of five years, renewable for five years, to a maximum of ten years.

Pristanski and Arora.

In discussion: matters the committee considered with respect to the recommendation; the alignment of the proposed timing with many peer institutions across Canada.

The question was called and the motion carried unanimously.

15. OTHER BUSINESS

There was no other business.

The Board convened in confidential session and the chair invited the vice-presidents, deans, and some guests to remain.

22 April 2020

Karen Jack
University Secretary
Secretary to the Board of Governors