BOARD OF GOVERNORS' 137th REGULAR MEETING

Minutes of the Public Session of the Meeting of April 17, 2025
12:01 p.m. to 1:15 p.m.
Videoconference

GOVERNORS IN ATTENDANCE:
Laura Elliott, Board Chair
Eric Agius, Vice-Chair and Chair of Strategy & Planning Committee
Nolan Bederman
Frank Carnevale
Mitch Frazer, Chancellor
Neeraj Grotra
Matthew Mackenzie
Peter Marchut
Laura Money
Steven Murphy, President and Vice-Chancellor
Mike Rencheck
Hannah Scott
Gaurav Singh, Chair of Governance, Nominations & Human Resources
Dwight Thompson
Susanna Zagar

REGRETS:
Ahmad Barari
Carla Carmichael, Chair of Audit & Finance Committee
Lisa McBride
Kim Slade
Emily Whetung-MacInnes

BOARD SECRETARY:
Nicola Crow, University Secretary

STAFF:
Kirstie Ayotte, *Assistant University Secretary*
James Barnett, *Vice-President, Advancement*
Jamie Bruno, *Vice-President, People and Transformation*
Krista Hester, *Chief of Staff*
Les Jacobs, *Vice-President Research and Innovation*
Lori Livingston, *Provost and Vice-President, Academic*
Jennifer MacInnis, *General Counsel*
Brad MacIsaac, *Vice-President, Administration*
Joe Stokes, *University Registrar, AVP International & Interim Dean SGPS*
Sarah Thrush, *Associate Vice-President, Planning and Strategic Analysis*

GUESTS:
Asifa Aamir
Amin Ibrahim
Chelsea Bauer
Steven Downing
Ella Dopelhamer
Mikael Eklund
Karla Emeno
Karla Gomez
Erin Houston
Tanya Karam-Zanders
Kimberley McCartney
Joanne Nickle
Zeid Rehman
Shannon Thornton
Tega Ubor
Shannon Vettor

1. **Call to Order**
   The Chair called the Public session of the Board of Governors Meeting to order at 12:01 p.m. and read aloud the Land Acknowledgement.

2. **Agenda**
   Upon a motion duly made by G. Singh and seconded by M. Rencheck, the Agenda was approved as presented, including approving and receiving the Consent Agenda and its contents.

3. **Conflict of Interest Declaration**
   None declared.

4. **Chair's Remarks and Introductions**
   The Chair began by reminding Board members of some meeting protocols, acknowledging that today's meeting was the first meeting that was being held via Zoom and that Public session attendees were welcomed though were noted unable to participate or engage in the meeting.

   She continued with a special welcome to this year's Board of Governors Award recipient, Ella Dopelhamer and promoted the upcoming Chancellor's Challenge on September 20, 2025, encouraging Board participation.

   She closed by expressing her best wishes to students during their final exams, and gratitude to faculty, staff and administrators for a successful academic year.

5. President’s Report

S. Murphy welcomed attendees and echoed the Chair’s appreciation for the hard work of faculty, staff and students as exams concluded. He highlighted recent accomplishments. These included the winner of the Three Minute Thesis competition, Salma Bafagih, a Master of Health Sciences candidate who will be advancing to the provincial level; the recent celebration of the annual Excellence in Teaching Awards, which recognizes impactful instruction; and, the many accomplishments of the University’s student athletes who are excelling both academically and athletically.

5.1 Board of Governors Award Recipient

The President introduced and extended his congratulations to this year’s Board of Governors Award Recipient, Ella Dopelhamer, a second-year Forensic Psychology student from L’Original, Ontario, who is also pursuing a minor in Criminology. He noted that in addition to her academic achievements, she supports students through her work at the Ontario Tech Career Centre and is an active member of the University community.

Ella Dopelhamer expressed her gratitude to the Board of Governors for the award and their continued support of students. She shared her journey from a small town in Ontario to Ontario Tech, highlighting her passion for forensic psychology and her desire to make a difference. Despite initial challenges, including moving away from home and overcoming a language barrier, she found a welcoming community and meaningful opportunities, particularly through her work at the Career Centre. She emphasized how the award not only eased financial stress for her but also boosted her confidence and sense of belonging. She concluded by thanking the Board for their belief in students and the significant impact their support has had on her academic and personal growth.

Board members extended their congratulations to Ella and offered their best wishes for continued success in her academic journey.

6. Academic Council Report

The Chair invited D. Thompson to present the Academic Council Report.

D. Thompson presented the Academic Council report to the Board for February and March 2025, and emphasized the Council’s key role in overseeing academic matters at Ontario Tech and advising the Board on related decisions.

He noted that no new program proposals were brought forward this time; however, degrees were conferred for the Winter 2025 term. Significant curriculum and program updates were highlighted, including several major program modifications and minor program adjustments. He noted that these changes reflect faculty’s commitment to academic excellence, innovation, and program development. He also highlighted the inclusion of the Final Assessment Reports and Implementation Plans through the Institutional Quality Assurance Process, which included the Master of Information Technology and Security program from the Graduate Studies Committee.

D. Thompson also advised that additional updates had been provided to Academic Council, such as student recruitment and success, the SMA4 agreement, senior academic administrative searches, and the University's budget. Governors were encouraged to explore the linked materials for a deeper understanding of the University's academic direction and progress.

7. Audit and Finance Committee (A&F) Report

The Chair invited S. Zagar to present the April 10, 2025 Audit & Finance Committee (A&F) Report.

7.1 2025-2028 Budget Approval* (M)

S. Zagar presented the recommended budget. She highlighted the need to adapt to unpredictable government policies and enrollment-driven revenue as the primary revenue stream. There has been a significant shift in Ontario university budgeting practices and allocation methodologies over the past decade, making government funding much less predictable than in the past.

She outlined the associated enrollment plan, which considers increased competition for domestic students and restrictions on international students. The plan incorporates enrollment growth strategies to explore non-traditional programs, hybrid learning, and co-op opportunities which help address space limitations and program capacity constraints that may arise from enrollment growth.

She noted that the budget, prepared on a modified cash basis, reflects ongoing financial pressures with tuition the primary revenue source as grants decline, and on the expense side labour-related costs (i.e., faculty, staff) are the largest expense category.

S. Zagar also advised that the reality of the fiscal landscape means that the University is facing a structural deficit in that costs are rising faster than revenue. To address this, she emphasized that efficiency and differentiated growth remain key priorities, with this continued focus supported by an external review.

She explained that the University will need to remain flexible and strategic for financial and academic stability with the University's ongoing priority to maintain academic quality amid growth and limited hiring. She also noted that to balance the budget, $5 million in capital improvements are delayed.

In looking ahead, S. Zagar concluded that the University will focus on diversifying revenue streams, supporting strategic enrollment growth, improving operational efficiency, building financial reserves, investing in technology, strengthening partnerships, and increased advocacy for public funding and program innovation.

B. MacIsaac highlighted the shift in the budget, driven by changes in tuition policies and grant limitations. He emphasized a conservative approach to enrollment growth and reiterated that tuition remains the primary source of revenue. Despite this, he pointed out the ongoing structural deficit. He stressed the need for investments in labour and student experience, with a focus on managing enrollment to offset rising costs and ensuring long-term financial stability through efficient resource use and sustained growth.

He continued by outlining several future scenarios, noting the risk of a significant deficit if current practices and enrollment projections persist. He stressed the importance of improving efficiencies and expanding enrollment to avoid financial instability. He highlighted a recent third-party audit which confirmed operations are currently efficient with recommendations for ongoing growth to better leverage institutional capacity and support long-term program sustainability. He also emphasized the need to build reserves for future maintenance costs and to address risks associated with maintaining quality under financial constraints.

A question was raised about whether the University's reserves for deferred maintenance include the Blackstone/Enbridge sustainability plan. In response, B. MacIsaac advised that some reserve funds exist, though they do not currently account for that specific sustainability plan that went to the Strategy and Planning Committee last year which had proposed upfront investment rather than a phased in approach to match our government facility renewal grant funding.

In response to concerns about rising faculty-to-student ratios and increased workloads, B. MacIsaac clarified that these ratios are used as planning indicators rather than measures of teaching quality. He noted that while efforts had previously been made to improve ratios, current financial constraints will limit progress. L. Livingston acknowledged that increasing ratios are likely inevitable but emphasized the University's commitment to maintaining teaching quality by expanding support for faculty, including teaching assistants and resources from the Teaching and Learning Centre. S. Thrush added that these ratios do not capture the full picture, as they do not reflect the mix of tenure-stream, teaching, and sessional faculty. She noted that the University's ratios may appear higher due to this composition and that future reporting may better differentiate between full-time and part-time faculty to support more informed planning.

A question was raised regarding whether the University evaluates programs based on financial performance and if there are sunset clauses for underperforming ones. B. MacIsaac confirmed that a detailed program-level evaluation model, combining financial and qualitative data, will be presented to the Board and Academic Council in June. This is just a formulaic model to highlight which programs may need to be reviewed but a more qualitative review is required as some programs may not have any additional costs and therefore no savings if discontinued. L. Livingston added that program data are closely monitored annually, and decisions around closures are complex.

L. Livingston responded to a question regarding the potential to share faculty and resources with other universities to maintain quality and increase efficiency. She advised that the idea has been discussed by the Ontario Council of Academic Vice-Presidents (OCAV). In comparison to other Ontario Universities, Ontario Tech currently has very few low-enrollment programs that would require such an approach.

A question was asked about how to interpret the donations line in the budget, given it seemed inconsistent with capital campaign goals. B. MacIsaac clarified that the donations shown reflect only funds used to support the operating budget, like scholarships. The budget does not include restricted funds such as the $17 million expected for research or $12 million for future endowments as these are tracked separately.

B. MacIsaac responded to a question about the target reserve, explaining that in 2019, he recommended setting aside $4-5 million annually for capital repairs and strategic initiatives. However, due to new buildings and rising costs, he now suggests a target of $8 million per year. He noted that the budget is set conservatively, with hopes for surplus funds from higher enrollment and savings, as evidenced by a projected surplus in the region of $6 million this year.

B. MacIsaac confirmed that the international student cap now applies to postgraduate and PhD levels and S. Thrush added that in the first year, the cap applied to undergraduates, but in the second year, it has been extended to both undergraduate and graduate students, limiting the opportunity to use this as leverage.

The Chair acknowledged the work involved in presenting such a challenging and difficult budget.

Upon a motion duly made by F. Carnevale and seconded by S. Zagar, and pursuant to the recommendation of the Audit & Finance Committee, the Board of Governors approves the 2025-2026 budget and approval in principle of the budgetary projections for the next two years.

7.2 MCU Efficiency and Accountability Fund Report* (D)[1]

S. Zagar presented the MCU funded Efficiency & Accountability Review Final Report, prepared by KPMG that was also presented to the Audit & Finance Committee on April 10, 2025. She noted that the Report's recommendations are supported in general by the University's leadership. She noted that the recommendations will be formalized into an implementation plan, set to be presented in June.

She advised that the goal of the Review was to identify opportunities to strengthen the University's financial position while supporting its strategic priorities. The Review highlighted opportunities that could provide a positive return on investment within five years, although the Report acknowledged the ongoing challenge of managing a largely fixed cost base amid stagnant revenues.

[1] MCU Efficiency and Accountability Fund Review – Final Report, March 31, 2025 is a confidential report and is not available for disclosure without the express written consent of KPMG and Ontario Tech University.

The Report also noted that despite the proposed changes, the University is projected to operate at a deficit over the next five years unless further adjustments are made, a trend consistent with other Ontario institutions.

S. Zagar reported that among the Review's five focus areas, academic programming was identified as having the greatest potential for financial impact. Recommendations included boosting enrollment, restructuring courses for more flexible intakes, reviewing prerequisites to improve retention, and assessing course and section sizes. A process was also suggested to determine the financial and/or strategic sustainability of programs.

In terms of revenue generation, while the University has already taken innovative steps, S. Zagar noted the Review identified further opportunities, including expanding continuing education, growing international partnerships, making better use of campus assets, and streamlining advancement efforts to enhance fundraising.

For governance and administrative services, the review identified limited opportunities for improvement, such as reducing manual processes in areas like payroll and scheduling, centralizing onboarding and offboarding.

7.3 Annual Risk Report* (U)

S. Zagar presented the Annual Risk Report, providing key updates on the University's risk management efforts. Since implementing six recognized risk management measures in 2017, the University has consistently met these measures. She noted that the number of identified risks has increased from 240 to 294, reflecting improved detection and many of these risks are similar across various units. In addition, new risks related to mental health and privacy are now added.

She advised that the Report also noted that 18 mitigation strategies have transitioned into proactive controls; and, significant risks and their corresponding mitigation strategies were grouped into thematic areas such as academic, technology, student experience, and financial sustainability. She added that this categorization helps focus attention on urgent areas and guides decision-making. Emerging risks, including the adoption of AI and global trends, were highlighted in the Report, though overall risks in this regard have decreased slightly due to a more predictable environment.

S. Zagar noted that the University has developed Key Risk Indicators (KRIs) to better quantify and forecast risks. Going forward, the plan is to expand these KRIs to improve project governance and address interconnected risks. She advised that during the ensuing discussion at the April 10th Audit & Finance Committee Meeting, it was noted that some assessments change quickly as resources are applied to mitigation plans. She further noted that when deciding whether a change is needed, management relies on input from risk owners and risk leads to ensure the information is qualified before adjusting the status of risks.

B. MacIsaac acknowledged the valuable contributions of Capstone students for implementing metrics and Power BI within the risk management framework and expressed gratitude for the students' help preparing the Report. He also noted looking forward to future co-op student involvement.

A Member expressed concern that risk assessments, including those done by Research Ethic Boards (REB), may be limiting innovation and student experience. B. MacIsaac acknowledged the negative connotation of "risk" and emphasized the importance of embracing risk for progress and innovation. He also clarified that the REB operates independently from the Risk Management team and noted that the issue of limited innovation would be reviewed further to ensure the University fosters a balanced approach to risk-taking.

8. Governance, Nominations and Human Resources (GNHR) Report

The Chair invited G. Singh to present the March 20, 2025 Governance, Nominations & Human Resources (GNHR) Report.

G. Singh noted that the main item to report on was the review of the Annual Board Practices Assessment, which is included in the Consent Agenda today. He also reminded members that the Assessment will be circulated in the next week or two. He noted that its purpose is to evaluate overall Board effectiveness, including the Board's structure, its meetings, as well as individual involvement.

The Chair strongly encouraged Members to participate fully in the Annual Board Practices Assessment, as the feedback is highly valuable for informing future governance practice improvements.

9. Strategy and Planning (S&P) Report

The Chair invited E. Agius to present the April 3, 2025 Strategy & Planning (S&P) Report.

9.1 Information Technology Update* (U)

E. Agius provided an update on the University's ongoing digital strategy. He noted that the reporting launched in 2022 focuses on technology-enabled learning and diversified program offerings. He outlined progress in moving away from shared IT systems with Durham College to establish greater digital independence and alignment with the University's strategic priorities. While some shared services remain in place for efficiency, key developments include the implementation of a new Enterprise Resource Planning system and a strong institutional focus on AI integration.

He emphasized that the University's digital infrastructure has shifted from a support function to a strategic partner in shaping the University's digital ecosystem. He reported that the Committee heard about the key outcomes achieved so far, including improved technology infrastructure, better support for faculty and students, more flexible program delivery, and enhanced classroom experiences. These advancements are helping to position the University as a leader in technology-driven education.

In response to a question regarding how the University plans to use AI in the coming years, B. MacIsaac explained that some pilot projects are underway, including using Microsoft Copilot. The University has also issued a Request for Proposal (RFP) to explore broader academic and student success applications.

9.2 Research and Innovation* (U)

E. Agius provided an update on Research and Innovation at the University, highlighting significant progress and success in securing research funding.

He noted that the University is on track to achieve its highest-ever funding levels this year, including receiving its two largest research grants to date. Despite a slight decline in the number of applications, research grant outcomes have been strong.

The National Science and Engineering Research Council (NSERC) remains the largest source of funding, underscoring the University's strong emphasis on STEM research. He highlighted that these achievements are also reflected in the University’s performance in rankings such as the Times Higher Education.

L. Jacobs noted that following the April 3rd report to S&P, the University received a substantial increase in research funding, which confirmed earlier projections and confirmed the highest funding levels to date.

9.3 Strategic Research Plan* (D)

E. Agius provided a progress report on the development of the University’s new Strategic Research Plan, to be finalized in June. He advised that priorities include AI and its applications, clean energy and climate change resilience, health promotion and equity, and social innovation, with a focus on strengthening industry partnerships and funding opportunities. He noted that S&P members also discussed expanding non-STEM revenue, such as leveraging academic output through policy research and textbooks.

L. Jacobs explained that the Strategic Research Plan consists of three main components: a description of the University’s existing research strengths; a set of strategic priorities designed to build those strengths; and a unique set of strategic attributes that reflect Ontario Tech’s identity, such as industry and community partnerships, interdisciplinarity, and tech with a conscience. He noted that these attributes serve as guiding principles to ensure all priorities align with the University’s distinct vision and help differentiate Ontario Tech in the research landscape.

A Member expressed appreciation for the research team's work, emphasizing that research is one of the University’s greatest strengths. They offered praise to L. Jacobs and his team and shared enthusiasm for the continued development of the Strategic Research Plan.

10. Consent Agenda: (M)

10.1 Minutes of Public Session of Board Meeting of February 20, 2025* (M)

10.2 Minutes of Public Session of A&F Meeting of February 13, 2025* (I)

10.3 Minutes of Public Session of GNHR Meeting of January 30, 2025* (I)
10.4 Minutes of Public Session of S&P Meeting of February 6, 2025* (I)
10.5 Board Practices Assessment* (I)
10.6 Board of Governors Meeting Dates 2025-2026 and 2026-2027* (I)
10.7 Endowment Disbursement* (M)
10.8 Credit Rating Update* (I)
10.9 Ancillary Fees Update* (I)
10.10 Annual Compliance Report* (I)

The Chair confirmed that the contents of the Consent Agenda were approved and received under Agenda Item #2.

11. Adjournment

There being no other business, and upon a motion duly made by L. Money, the Public session of the Board of Governors meeting adjourned at 1:15 p.m.

Nicola Crow, University Secretary