

**Public Session Minutes for the Meeting of February 7, 2018**  
**10:00 – 11:00 a.m., ERC 3023**

**Attendees:** Karyn Brearley (*via teleconference*) (Chair), Doug Allingham (*via teleconference*), Robert Bailey, Lisa Edgar, Andrew Elrick (*via teleconference*), Francis Garwe, Jay Lefton (*via teleconference*)

**Staff:** Jamie Bruno, Becky Dinwoodie, Cheryl Foy, Jennifer Freeman, Doug Holdway, Lori Livingston, Susan McGovern, Niall O’Halloran

**Guests:** Mike Eklund & Christine McLaughlin (UOIT FA)

**1. Call to Order**

As the Chair was participating by teleconference, she asked F. Garwe to Chair the meeting.

The Chair called the meeting to order at 10:02 a.m.

**2. Agenda**

*Upon a motion duly made by K. Brearley and seconded by L. Edgar, the Agenda was approved as presented.*

**3. Conflict of Interest Declaration**

There were no conflict of interest declarations.

**4. Approval of Minutes of the Meeting of November 15, 2017**

*Upon a motion duly made by L. Edgar and seconded by D. Allingham, the Minutes were approved as presented.*

**5. Chair's Remarks**

K. Brearley thanked F. Garwe for chairing the meeting since she was unable to attend the meeting in person.

**6. President's Remarks**

R. Bailey provided an update on the presidential transition. He reminded the committee that the Board approved the Terms of Reference for a Presidential Transition Committee the previous week. The senior leadership team has prepared a briefing binder for the incoming President. He also advised that procedures for the upcoming Provost and VP Research searches are being reviewed and updated. He reported on a recent presentation given to the Pension & Benefits Committee. As a result of the presentation, a working group will be formed to review and update the university's benefits. R. Bailey directed the committee to the Taskforce Terms of Reference that were included in the meeting material for information.

## **7. Governance**

### **7.1 By-laws Implementation Plan**

C. Foy summarized the background to the proposed By-laws Implementation Plan. Most of the changes to By-law No. 1 are administrative in nature. She focused on the implementation plan for By-law No. 2, with the priority being consideration of establishing a governance committee for Academic Council. She also discussed the Parking Lot of work to be completed. C. Foy responded to questions from the committee. She reviewed the rationale for having two separate By-laws. The committee supported the proposed plan.

### **7.2 Policy:**

#### **(a) Policy Framework Review**

C. Foy delivered the Policy Framework Review presentation, which was circulated in advance of the meeting. A goal of the review is to make the Policy Framework documents as easy as possible to use. She provided an overview of the consultation pathway and discussed the importance of consultation in the framework, including the use of the online consultation tool.

C. Foy answered the committee's questions. She explained that the Policy Framework document requires Board approval since it delegates authority to approve the listed policy instruments to the specified approval authorities. She discussed the reasons for the delegation of approval authority. There was a discussion regarding the types of policies that come forward to the Board for approval as compared to administrative policies that are approved at a lower level. She advised that by focusing Board approval on high level policies, it keeps the Board at a strategic level as opposed to operational. C. Foy will provide a summary of the definitions of Administrative Policy and Legal, Compliance, Governance Policy with current examples to the committee. The classification of policies is aimed to improve the efficiency of the Board by preventing the Board from becoming overwhelmed by operational policies. C. Foy confirmed that the Board receives an annual report of policies worked on to keep the Board members informed. She explained the current process of implementing updated policies, which is the responsibility of the policy owner. Changes to implementing policy updates would require additional resources.

#### **(b) Intellectual Property Policy**

J. Freeman delivered a presentation entitled “Intellectual Property Policy”. She provided an overview of the drivers for changing the policy and the revision process, including a summary of the relevant consultation. She presented a summary of the main proposed changes to the policy. She also highlighted topics of debate that occurred during the review process. J. Freeman responded to questions from the committee. She clarified the definition of “moral rights”. There were also discussions regarding student intellectual property and the commercialization of intellectual property.

## **8. Nominations**

### **8.1 LGIC Appointments**

B. Dinwoodie provided a status update on the current applications to the Public Appointments Secretariat.

## **9. Human Resources**

### **9.1 Annual Pension Plan Report**

C. Foy provided a brief overview of the Annual Pension Plan Report, which is an example of a robust compliance process.

## **10. Other Business**

There was no other business.

## **11. For Information:**

### **11.1 President’s Equity Taskforce Terms of Reference**

### **11.2 President’s Indigenous Reconciliation Taskforce Terms of Reference**

## **12. Termination**

*There being no other business, upon a motion duly made by R. Bailey, the public session of the meeting adjourned at 11:08 a.m.*

Becky Dinwoodie, Secretary