
**PUBLIC SESSION AGENDA
Thursday, October 26, 2017
3:40 p.m. to 5:30 p.m.
Place: 55 Bond St., DTB 524**

**Phone Number: 1-877-385-4099 (toll free in Canada & U.S.)
Participant Access Code: 1028954#**

AGENDA

No.		Topic	Lead	Allocated Time	Suggested End Time
1		Call to Order	Chair		
2		Agenda (M)	Chair		
3		Conflict of Interest Declaration	Chair		
4		Chair's Remarks	Chair		
		• Introduction of New Board Member			
5		Approval of Minutes of the Meeting of June 22, 2017* (M)	Chair		3:50 p.m.
6		President's Report	T. McTiernan		
		• ACE demonstration videos		10	4:00 p.m.
7		Academic Council Report* (U)	T. McTiernan	5	4:05 p.m.
8		Start-Up Update* (U)(P)	R. Bailey	10	4:15 p.m.
		Committee Reports			
9		Audit & Finance Committee			
	9.1	A&F Committee Report	N. Allen	10	4:25 p.m.
	9.2	First Quarter Report* (U)	N. Allen	10	4:35 p.m.
10		Investment Committee			
	10.1	Quarterly Report	S. Chow	5	4:40 p.m.
11		Governance Nominations & Human Resources Committee			
	11.1	GNHR Committee Report	K. Brearley	5	4:45 p.m.
	11.2	By-law Review Project – Draft By-laws 1 & 2* (M)	C. Foy	30	5:15 p.m.
12		Strategy & Planning Committee			

	12.1	S&P Committee Report	V. Wafer	5	5:20 p.m.
13		Consent Agenda: (M)		5	5:25 p.m.
	13.1	Amendment to UOIT Pension Plan*			
	13.2	Minutes of the Audit & Finance Committee Meeting of June 12, 2017*			
	13.3	Minutes of the Governance, Nominations & Human Resources Committee Meeting of June 7, 2017*			
	13.4	Minutes of the Investment Committee Meeting of May 24, 2017*			
	13.5	Minutes of Strategy & Planning Committee Meeting of May 17, 2017*			
14		For Information:			
	14.1	Implementation of Policy on Sexual Violence for Students & Procedures for Responding to Incidents of Sexual Violence*			
	14.2	Risk Management: Strategic Risks*			
	14.3	Program Review Final Assessment Reports*			
15		Termination of Public Session (M)	Chair		5:30 p.m.
		P - Presentation			
		M - Motion			
		U - Update			
		D - Discussion			
		* Documents attached			

Becky Dinwoodie, Secretary

Consent Agenda: *To allow the Board to complete a number of matters quickly and devote more of its attention to major items of business, the Agenda has been divided between items that are to be presented individually for discussion and/or information and those that are approved and/or received by consent. A Consent Agenda is not intended to prevent discussion of any matter by the Board, but items listed under the consent sections will not be discussed at the meeting unless a Governor so requests. Governors are supplied with the appropriate documentation for each item, and all items on the Consent Agenda will be approved by means of one omnibus motion.*



BOARD OF GOVERNORS' 103rd REGULAR MEETING & ANNUAL GENERAL MEETING (PUBLIC SESSION)

Thursday, June 22, 2017

1:30 p.m. to 4:30 p.m.

55 Bond Street, DTB 524

GOVERNORS IN ATTENDANCE:

Adele Imrie, Board Chair

Miles Goacher, Vice-Chair and Chair of Audit & Finance Committee

Nigel Allen, Chair of Investment Committee

Karyn Brearley, Chair of Governance, Nominations & Human Resources Committee

Valarie Wafer, Chair of Strategy & Planning Committee

Doug Allingham

Jeremy Bradbury

Tim McTiernan, President (*ex-officio*)

Glenna Raymond

Dietmar Reiner

Ololade Sanusi

Bonnie Schmidt

Mary Simpson

John Speers

Mary Steele

Tyler Turecki

REGRETS:

Don Duval

Andrew Elrick

Francis Garwe

Jay Lefton

John McKinley, Vice-Chair

Mike Snow

Noreen Taylor

Shirley Van Nuland

BOARD SECRETARY:

Becky Dinwoodie, *Assistant University Secretary*

UOIT STAFF:

Robert Bailey, *Interim Provost & VP Academic*

Craig Elliott, *Chief Financial Officer*

Cheryl Foy, *University Secretary & General Counsel*

Doug Holdway, *Interim VP of Research, International and Innovation*
Andrea Kelly, *Assistant to the University Secretary & General Counsel*
Brad MacIsaac, *Assistant Vice-President, Planning and Analysis, and Registrar*
Susan McGovern, *VP External Relations & Advancement*
Cathy Pitcher, *Assistant to the President*

GUESTS:

Miles Bowman
Mikael Eklund
Miranda Hersco
Ali Naqvi
Olivia Petrie
Michael Riseley
Sara Ventura

1. Call to Order

The Chair called the meeting to order at 1:54 p.m.

2. Agenda

Upon a motion duly made by K. Brearley and seconded by V. Wafer, the Agenda was approved, as presented.

3. Conflict of Interest Declaration

The Chair reminded those governors nominated for leadership roles under item 12.1 to please declare a conflict of interest at the time of the relevant vote.

4. Chair's Remarks

The Chair discussed this year's convocation ceremonies. She congratulated T. Turecki, the undergraduate student governor, on his graduation from the Faculty of Business & Information Technology. She also referenced the inspiring addresses given by the honorary degree recipients. It was also the final convocation for the President and the Provost. While presiding over each ceremony, the President gave very thoughtful and personal addresses to each Faculty. The Chair noted that this is just one of the many contributions the President has made to the university.

The Chair also attended the recent Community Mental Health and Wellness Forum. She discussed Romeo Dallaire's speech regarding PTSD as one of the highlights of the Forum. She asked B. Dinwoodie to distribute the link to his speech to the Board once it becomes available.

Another successful event was the Company of Innovators dinner, attended by a number of successful entrepreneurs. It is an informal event and serves as a great way to get conversations started. It is

also an excellent opportunity to raise the university's profile and develop partnerships. She encouraged governors to attend or host an event if they get the chance.

The Chair thanked and congratulated S. McGovern and her team on the donation received from the Power Workers' Union. She also took the opportunity to recognize O. Sanusi for her achievement in the national 3MT competition - she placed second for the People's Choice Award.

The Chair ended by thanking the Board for their hard work throughout an extremely busy year. She also thanked the staff for their support and contributions.

5. Approval of Minutes of the Meeting of May 3, 2017

Upon a motion duly made by T. Turecki and seconded by N. Allen, the Minutes were approved as presented.

6. Community Reports/Presentations

The Chair received requests from three students to speak to the Board regarding the Policy on Sexual Violence for Students.

6.1 Student Sexual Violence Policy

S. Ventura acknowledged that she previously addressed the Board regarding the policy. She raised the following concerns:

- the Healthy Sexuality Committee (HSC) seems to be an inadequate means of addressing issues pertaining to the policy;
- lack of meaningful participation in the HSC & exclusion of dissenting voices; and
- lack of consideration given to timing of students' academic lives (in context of cancellation of Healthy Sexuality Summit).

She provided the following suggestions:

- hiring a sexual violence education & response coordinator;
- implementation of a mechanism for effective consultation with students;
- additional consideration given to equity issues by the university.

A. Naqvi expressed concern that the same issues are being raised again and that changes are needed to improve women's safety. He shared S. Ventura's concerns about equity issues requiring additional attention. He also requested more timely sharing of amendments to the policy documents.

M. Hersco shared her concerns with respect to the university's policies related to student international travel, particularly in the context of her experience while on exchange in Istanbul, Turkey and during her preparations for an exchange to India.

The Chair thanked the students for their interest and participation in the governance process. She confirmed that the Board will take their comments into account when considering the policy later in the meeting.

7. President's Report

The President also thanked the students for their presentations. He remarked that the university has excellent students and that more students graduated this year than in previous years. He acknowledged the achievements of the UOIT Women's Soccer Team, in particular. He noted that the construction of the SIRC building is well underway and that it will provide much needed space and classrooms, as well as research space. He advised that the enrolment numbers look on target for next year. The university will continue to evolve and develop programs to support our students. He thanked the Board, his colleagues, and members in the community at-large as it was his last AGM.

8. Co-Populous Report

D. Allingham delivered the co-populous report. He commented that it is great to have the opportunity to update the Board on the activities of Durham College (DC). DC will offer its first degree program, Bachelor of Health Care Technology Management, in 2018, which is exciting for the college. The DC Board also approved a new continuing education program on e-learning development. The 50th anniversary homecoming weekend is scheduled for September. He clarified that the new degree program will be offered independently by DC.

9. Academic Council (AC)

9.1 Annual Report

T. McTiernan delivered AC's annual report. He was pleased to advise that AC approved nine major program modifications. It was a successful year for degrees – 2184 degrees were awarded during the 2017 Convocation. He also listed the major award winners. This year's honorary degree recipients captured the spirit of the university and reflected back to graduates a powerful set of values. These four individuals are exemplary role models of professional achievement and personal strength.

He noted that the annual report reflects some of the substantive outcomes of Council's discussions and it reflects how AC provides a valuable forum for debate of key issues of the academic life of the university.

The Chair asked the President to pass on the Board's thanks to AC on their impressive accomplishments for the year.

Committee Reports

10. Audit & Finance Committee

M. Goacher provided the Board with an update from the last committee meeting. The committee received the annual policy review and compliance update. The University Secretariat continues to oversee compliance for the university and is making good progress. The university's compliance obligations are increasing and its resources to ensure compliance are limited, which was identified as a risk during the budget process.

The transition from administrative code to policy library is complete and the library is searchable in five different ways and more user-friendly. There is also an online consultation tool for the community to provide comments on policies. The plan is to conduct a review of the policy framework and will be included in next year's work plans.

The university is experiencing an increase in the number of access requests to general records. There have been fewer education sessions due to a lack of resources. There is only one person responsible for records management, responding to FIPPA, and supporting the university policy framework. That individual is working with departments to get rid of paper documents, as well as electronic records.

The university purchased software several years ago with the goal of developing a central database of contracts. A total of 1251 contracts and policy documents are now in the database and new department users continue to be added. M. Goacher also reported on the Board's decision to renew its membership in CURIE and the university's recent purchase of cyber liability insurance.

10.1 2016-17 Audited Financial Statements

M. Goacher was pleased to report to the Board that the audit findings were clean and there were no significant findings. The university has a healthy balance sheet. He informed the Board that there was a surplus of \$12M (\$4M of which was planned). He provided a breakdown of the surplus and advised that the Finance Team will update the 10-year forecast based on actual numbers.

Due to the settlement of the Retail Sales Tax Act litigation the previous day, the financial statements will be amended to include a note regarding the subsequent event to account for the recovery of funds since the amount is considered material. C. Elliott provided the proposed wording of the note.

Upon a motion duly made by M. Goacher and seconded by N. Allen, pursuant to the recommendation of the Audit and Finance Committee, the Board of Governors approved the consolidated audited financial statements of UOIT for the year ending March 31, 2017, as amended.

10.2 Internally Restricted Funds

M. Goacher asked C. Elliott to present the recommendation for the internally restricted funds. C. Elliott reviewed the categories of the proposed restrictions: student awards, research related, capital related, working capital, faculty budget carry-forward, fundraising campaign, and other.

Upon a motion duly made by M. Goacher and seconded by D. Allingham, pursuant to the recommendation of the Audit and Finance Committee, the Board of Governors approved an Internal Restriction of \$5.9M in the University's net assets, as presented.

10.2 Fourth Quarter Report

M. Goacher provided a summary of the fourth quarter report.

10.4 2017-2019 Tuition Fees Amendment

M. Goacher presented the proposed tuition fee for the Graduate Diploma in Workplace Disability Prevention. Responding to a question regarding whether the tuition is in line with other diploma programs, B. MacIsaac confirmed that the fee was based on other diploma programs.

Upon a motion duly made by M. Goacher and seconded by M. Steele, pursuant to the recommendation of the Audit and Finance Committee, the Board of Governors approved the 2017-2019 tuition fees for the graduate diploma in Work Disability Prevention, as presented.

10.5 SIRC Building Construction Project

C. Elliott presented a SIRC building construction update. He advised that the drywallers have been working the last four weekends and the elevator should be ready by the beginning of July. All of the trailers are gone and EllisDon has moved into the third floor of the building. The landscaping has started. Although bad weather has slowed the exterior work a bit, the project is still on schedule.

Since it is anticipated that there will be extra money at the end of the project, they are planning for extra university banners to be added to the top of the building. They will also install electrical on all four sides of the building, which would allow for electronic signs in the future.

A governor asked whether there are any significant risks remaining on the project. C. Elliott advised that the schedule is so tight that a minor eventuality could throw off the schedule. He confirmed that with respect to anything that could be planned for, we are on or ahead of schedule.

There was also a discussion regarding the timing of back filling emptied spaces. C. Elliott informed the Board that the back fills are on track – there are many different ongoing projects and have several people assisting with project management. Karen Young is working on the sequence of filling the building. There are no safety issues to report.

10.6 University Risk Management (URM) Year-End Report

The Chair invited C. Foy to deliver the year-end URM Report. C. Foy advised that the Board could opt to receive the report as opposed to adopting it. No motion is required to adopt the report; however, if the Board wants to give any direction, it must be done so by motion.

Measuring progress:

The university is making good efforts to advance URM in a resource-constrained environment. Risk assessment was integrated into the budget process this year.

Highlights:

The Risk Management Committee (RMC) has almost finalized the risk register. The committee has distilled, organized, and integrated the list of risks. The committee integrated and synthesized 253 risks into 91, which fall into several main categories. C. Foy introduced E. Wannamaker to the Board. E. Wannamaker has been instrumental in the development of URM. The risk management website has been updated and is available as a resource to the university community.

The RMC is developing metrics and would like to finalize them by the end of the year. E. Wannamaker already tracks several metrics. The committee is also working to finalize the list of strategic risks. C. Foy acknowledged that this is a priority of the Board and advised that they will devote more attention to finalizing the list of strategic risks the following year.

C. Foy commented that the President has been instrumental in laying the foundation for the integration of risk into the planning and budgeting processes. This is also reflected in allocating risks to certain planning and governance bodies. C. Foy took the opportunity to thank the RMC for all of their hard work.

C. Foy provided an overview of the risk work accomplished this year, including regular risk management updates at the Audit & Finance Committee (A&F) meetings and professional development sessions focused on areas of risk (e.g. Academic Freedom and Free Speech). She asked whether the Board wanted to give any specific directions to the RMC.

There was a discussion regarding how risk priorities are selected given the university's limited resources. E. Wannamaker and C. Foy conducted the preliminary risk assessments and identified where strong mitigation plans and processes were already in place. The risks were then reviewed by the senior leadership team and similar risks were grouped together. For example, many potential health and safety risks were identified in the risk reports. Accordingly, this group of risks will be assigned to the Health & Safety Committee. C. Foy clarified that Student Life is responsible for student mental health.

The Chair thanked A&F and the RMC for all of the work preparing the second risk report and for their work in implementing risk management.

10.7 Audit & Finance Committee Annual Report

M. Goacher presented the A&F annual report for 2016-2017.

Upon a motion duly made by D. Allingham and seconded by T. McTiernan, the Board of Governors approved reordering the agenda to consider the Student Sexual Violence Policy Review immediately following the break.

11. Investment Committee

11.1 Quarterly Report

N. Allen presented the Board with the Committee's report. The last meeting of the Investment Committee was on May 24. At the end of the last quarter, the portfolio performed stronger than the benchmark. The investment account is just over \$23M and the cash account is at just over \$537,000. The Committee had an education session on Diversified Growth Funds. This class of funds delivers equity-type returns with lower risk. N. Allen discussed the downside of these funds, including the difficulty of benchmarking and increased autonomy of the investment manager. RBC is investigating Diversified Growth Funds, as they are not yet in Canada.

11.2 Investment Committee Annual Report

N. Allen presented the Investment Committee's annual report. He thanked the Committee for their work throughout the year, as well as C. Elliott and his team for their support.

12. Governance, Nominations and Human Resources Committee (GNHR)

K. Brearley delivered the GNHR report. She advised that GNHR continues to deal with interesting matters. She thanked the Committee members for their active participation, including the work on the student sexual violence policy. The Board By-law Review working group will be recommending two by-laws for approval – a general Board by-law and another dedicated to Academic Council. She discussed Board leadership and succession planning. She thanked the outgoing Board leaders, as well as those governors who agreed to assume leadership roles.

12.1 Board Leadership & Committee Assignments 2017-2018

K. Brearley presented the report to the Board for consideration. She noted that S. Chow agreed to be nominated as Chair of the Investment Committee under the mentorship of N. Allen. M. Goacher commented that he would prefer to exclude the reference to the expectation of D. Allingham serving as Board Chair for two years and proposed an amendment to the wording of the motion. C. Foy clarified that the wording was included to reassure the Board that D. Allingham is willing to serve as Chair for at least two years.

Upon a motion duly made by M. Goacher and seconded by G. Raymond, the Board of Governors approved the amendment of the motion appointing D. Allingham as Board Chair by removing the words "with the expectation of re-election the following year."

T. McTiernan and M. Simpson opposed.

Upon a motion duly made, pursuant to the recommendation of the Governance, Nominations and Human Resources Committee, the Board of Governors appointed Doug Allingham as Chair of the Board for 2017-2018.

D. Allingham abstained.

Upon a motion duly made, pursuant to the recommendation of the Governance, Nominations and Human Resources Committee, the Board of Governors reappointed Miles Goacher as Vice-Chair of the Board for 2017-2018.

M. Goacher abstained.

Upon a motion duly made, pursuant to the recommendations of the Governance, Nominations and Human Resources Committee, the Board of Governors appointed the following governors to the positions of Chair of the specified Committee for 2017-2018:

- *Nigel Allen - Audit & Finance*
- *Karyn Brearley - Governance, Nominations & Human Resources*
- *Stephanie Chow – Investment*
- *Valarie Wafer - Strategy & Planning*

N. Allen, K. Brearley, and V. Wafer abstained.

Upon a motion duly made, pursuant to the recommendation of the Governance, Nominations and Human Resources Committee, the Board of Governors approved the proposed 2017-18 Committee Assignments, as presented.

M. Goacher agreed to continue as a member of the Investment Committee until a replacement member can be found.

K. Brearley ended by thanking GNHR for all of their hard work.

12.2 Student Sexual Violence Policy Review

R. Bailey introduced M. Bowman to discuss the ongoing consultation process. M. Bowman provided an overview of the engagement efforts that have taken place since the Board's December 2016 meeting, including the participation of students and staff as part of the Healthy Sexuality Committee. M. Bowman also discussed several of the challenges experienced since the last meeting. He advised that they continue to work on developing the most effective means of training for the policy. He noted that although many people have expressed interest in participating in the program they have encountered difficulties getting people to turn out when needed. He discussed additional areas of concern, as well as areas of improvement.

M. Bowman reviewed the recommendations set out in the Report on Student Sexual Violence Policy, which include:

1. develop online training for September 2017;
2. increase awareness that the university will help anyone affected by sexual violence;
3. continue efforts to speak with students face-to-face about the policy;
5. limit collection of disclosure data to those instances submitted to the disclosure@UOIT.ca account;
6. formalize the procedures for documenting incidents of sexual violence, including who collects the data; and
7. target efforts to develop student awareness of resources through orientation, social media outreach, and events during students' first month on campus to build trust and increase understanding of service/support that is available.

R. Bailey added that the education planning will include appropriate training for the Board and SLT in the fall.

K. Brearley acknowledged the comments and concerns expressed by the students at the beginning of the meeting and commits that the Sexual Violence Policy for Students will be part of GNHR's work plan for 2017-2018.

Upon a motion duly made by G. Raymond and seconded by M. Simpson, pursuant to the recommendation of the Governance, Nominations and Human Resources Committee, the Board of Governors approved the amended Policy on Sexual Violence for Students and Procedures for Responding to Incidents of Sexual Violence policy, as presented.

A member remarked that he appreciated GNHR's commitment to continue to monitor the implementation of the policy. He also asked GNHR to consider general student safety and mental health, including suicide attempts. There was a discussion regarding the degree of consultation conducted during the extended review period, particularly in the context of the applicable regulations. C. Foy reviewed the approval pathway of the policy – the policy was presented to the Board in October and the Board deferred the matter to December to allow for additional consultation. The Board approved the policy in December. Upon making its decision, the Board considered the comments provided by the community and allowed an extended 3-month period of comment. The consultation process was consistent with the policy framework and the relevant regulations must be interpreted to be consistent with the UOIT Act. It falls within the jurisdiction of GNHR and the Board as a whole to examine the consultation process and determine how to improve it.

K. Brearley reiterated that GNHR supports the proposed recommendations.

12.3 Governance, Nominations and Human Resources Committee Annual Report

K. Brearley presented the GNHR annual report to the Board.

13. Strategy & Planning Committee

13.1 Alumni Association

S. Valarie introduced M. Riseley to the Board and provided a summary of his background. M. Riseley thanked the Board for the opportunity to present. He delivered the Alumni Association's presentation. The Association consists of 10 volunteers and its mission is to engage alumni. Each member serves a 2-year term. M. Riseley reviewed the Association's milestones from 2012-2016. He also discussed their strategic priorities. The Association will be holding its first paid event soon – attending a Blue Jays game. The members are also involved in the convocation ceremonies and they had a record amount of merchandise sales at convocation this year. The public sessions of the Association's meetings are streamed through Facebook live.

The Chair thanked M. Riseley for the presentation and noted she was impressed with the progress that has been made. The Alumni Association speakers are the most enthusiastic speakers at convocation. V. Wafer also thanked him and congratulated him and the Association on the good work.

13.2 Strategy & Planning Committee Annual Report

V. Wafer delivered the Committee's annual report. She acknowledged J. McKinley and G. Raymond as having been integral members of the Committee and thanked them for their support and contributions.

V. Wafer presented the committee's annual report, highlighting the Strategic Plan and concepts for the Strategic Mandate Agreement (SMA). She also pointed out that over the last few years, the Board retreats have addressed key issues and the committee will continue to seek input to ensure the retreat topic is relevant. She also discussed the university's potential growth strategy in light of the renewed SMA.

The Board Chair thanked the entire Board for all of their hard work and support. As it was her final meeting as Board Chair, she wished them all the best for the next year.

14. Consent Agenda

Upon a motion duly made by T. McTiernan and seconded by D. Allingham, the Board approved the following items on the Consent Agenda:

14.1 Board Schedule

14.2 Appointment of Board Secretary 2017-18

14.3 Minutes of the Audit & Finance Committee Meeting of April 19, 2017

14.4 Minutes of the Governance, Nominations & Human Resources Committee Meeting of March 29, 2017

14.5 Minutes of Strategy & Planning Committee Meeting of March 22, 2017

15. For Information:

- 15.1 Report of the Board Chair - Summary of Activities**
- 15.2 Annual Policy Review and Compliance Update**
- 15.3 CURIE 2016 Annual Report (available on the portal)**

16. Other Business

17. Termination of Meeting

There being no other business, upon a motion duly made by T. McTiernan and seconded by T. Turecki, the public session of the meeting terminated at 4:22 p.m.

Becky Dinwoodie, Secretary

DRAFT



ACADEMIC COUNCIL

REPORT TO BOARD OF GOVERNORS OCTOBER 26, 2017

ACADEMIC COUNCIL GOVERNANCE

By-law Review Project Consultation Sessions

In order to provide a dedicated session to obtain Academic Council's feedback on the draft of By-law Number 2, a special consultation session for Council was held on September 12. There was a great turnout and active engagement. A follow-up consultation was also included during the regular Council meeting on September 19. During both of the consultation sessions, there was strong representation made to continue having an elected administrative staff member on Academic Council in order to ensure a diversity of perspectives and in recognition of the key role administrative staff play in the academic mission and work. The comments provided during the consultations were considered and incorporated into the draft of By-law Number 2.

Election

In order to fill remaining vacant positions on Academic Council and its standing committees for 2017-2018, an election was held in September. The election process was conducted fairly and in accordance with the Academic Council Procedures for the Election of Teaching, Non-Academic Staff and Student Representatives.

Academic Council approved the appointment of the following individuals who were properly elected/acclaimed to the UOIT Academic Council for the term of November 1, 2017 to June 30, 2020:

- **Meghann Lloyd, Faculty of Health Sciences Representative**
- **Ahmad Barari, Faculty of Engineering & Applied Science Representative**
- **Ann LeSage, Faculty of Education Representative**

Academic Council approved the appointment of the following students to the specified body for a term of two years ending on August 31, 2019:

- **Ibukun Abass, graduate student – Academic Appeals Committee**
- **Safwan Alam, undergraduate student – Academic Council**

- **Atta-ul Musawar, undergraduate student - Curriculum & Program Review Committee**
- **Stuart Self, part-time graduate student - Graduate Studies Committee**
- **Isabelle Simard, graduate student - Academic Appeals Committee**

Appointments

Academic Council also approved the following committee appointments:

Executive Committee:

- Hossam Kishawy – September 2017 until June 2019
- Kimberly Nugent – September 2017 until June 2020
- Hannah Scott – September 2017 until June 2018

Research Board:

- Allyson Eamer – effective July 1, 2017 until June 30, 2019
- Hossam Kishawy – effective July 1, 2017 until June 30, 2019
- Hendrick de Haan – effective July 1, 2017 until June 30, 2019
- Markus Piro – effective July 1, 2017 until June 30, 2019
- Andrea Slane – effective September 1, 2017 until 31 December, 2018

Graduate Studies Committee:

- Shahram Heydari - November 2017 until June 2020
- Andrea Slane – November 2017 until June 2020

Academic Council Orientation

Academic Council Orientation took place following Academic Council's first meeting of the year, September 19, 2017. The goals of the session were for the Council members to better understand:

1. key university governance principles;
2. key external legislation;
3. UOIT's governance structure (UOIT Act and By-Law); and
4. Academic Council's processes.

The seven attendees participated in a mock meeting following the general orientation to test their understanding of the Democratic Rules of Order.

CURRICULUM & PROGRAM REVIEW COMMITTEE

Academic Council approved the following items recommended by the Curriculum and Program Review Committee:

1. 18-Month Follow-Up report of the undergraduate program review for the Bachelor of Science in Medical Laboratory Science; and
2. the Minor program in Health Physics.

GRADUATE STUDIES COMMITTEE

Academic Council approved the following item recommended by the Graduate Studies Committee:

1. field name change in the MHSc program from “Community Health” to “Community, Public and Population Health”.



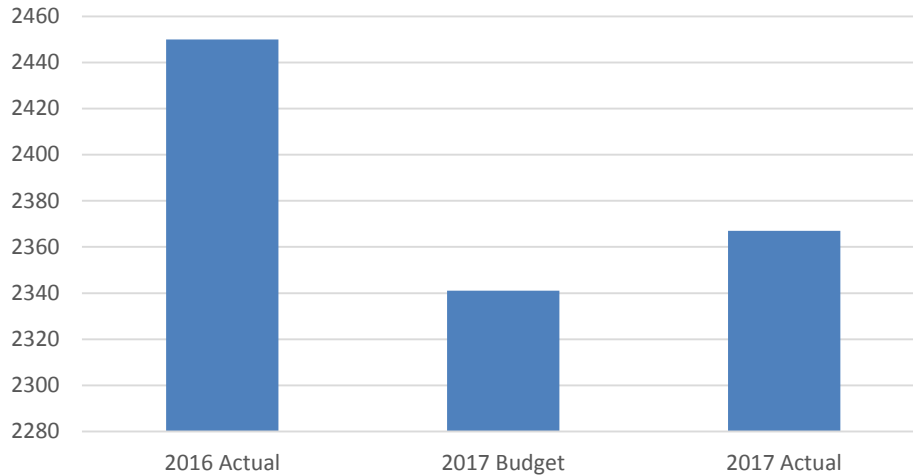
UOIT Enrolment



BoG October 2017

UG Intake Day 10

UG Domestic Day 10 Intake, Headcount



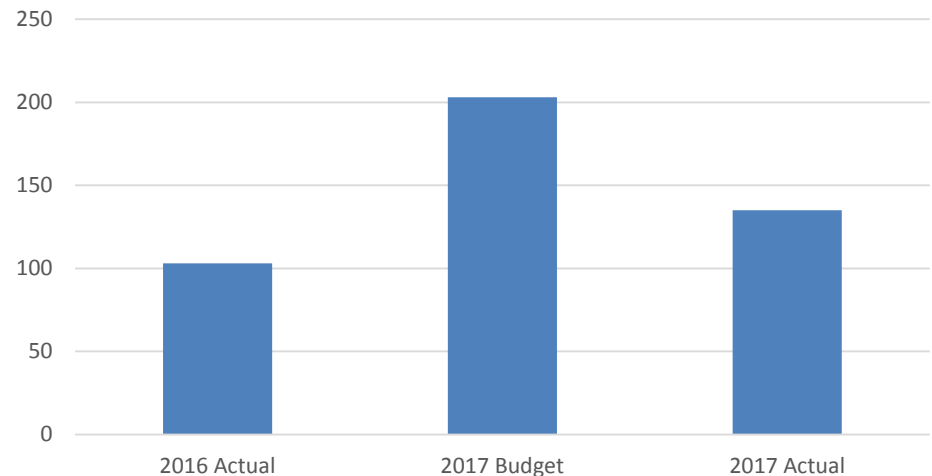
Planned decrease due to;

- Space restrictions
- Demographic decline
- Desire to increase in quality

Planned increases due to;

- Stronger international recruitment efforts

UG International Day 10 Intake, Headcount

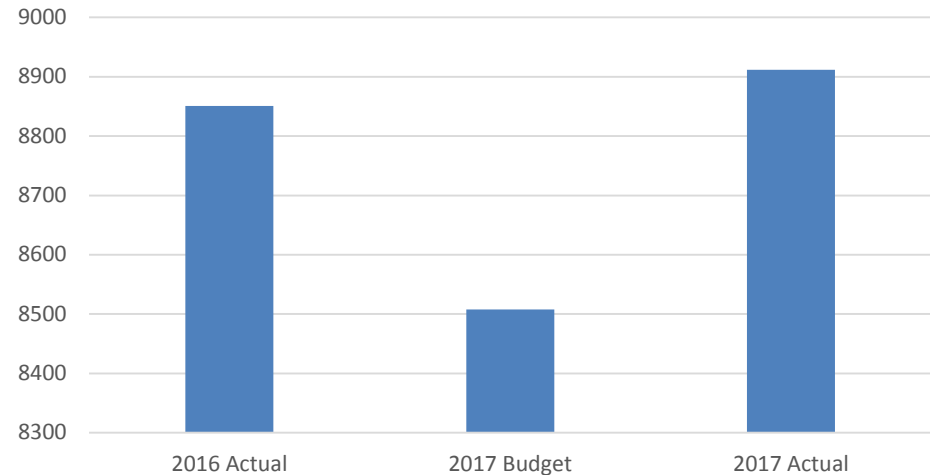


UG Registration Day 10

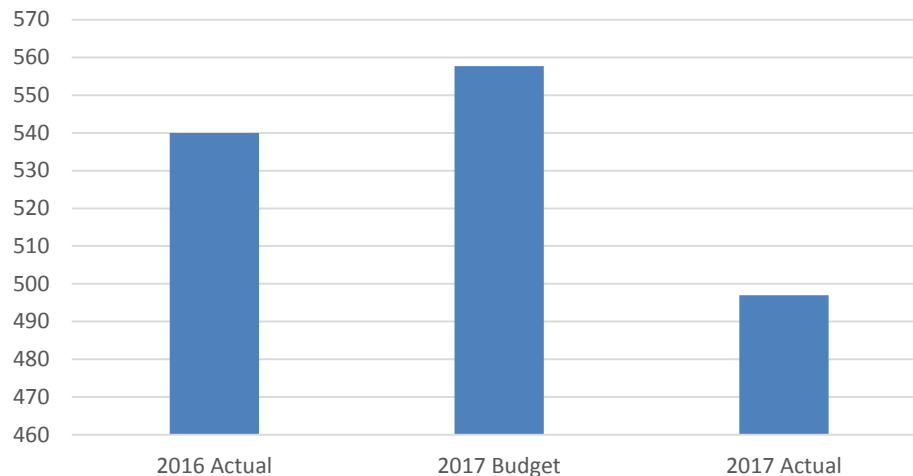
Intakes declined but overall headcounts increased;

- Increased persistence
- Increase in summer intakes
- Flow through of strong FEAS intakes over recent years

Domestic UG Enrolment, Headcount



International UG Enrolment, Headcount

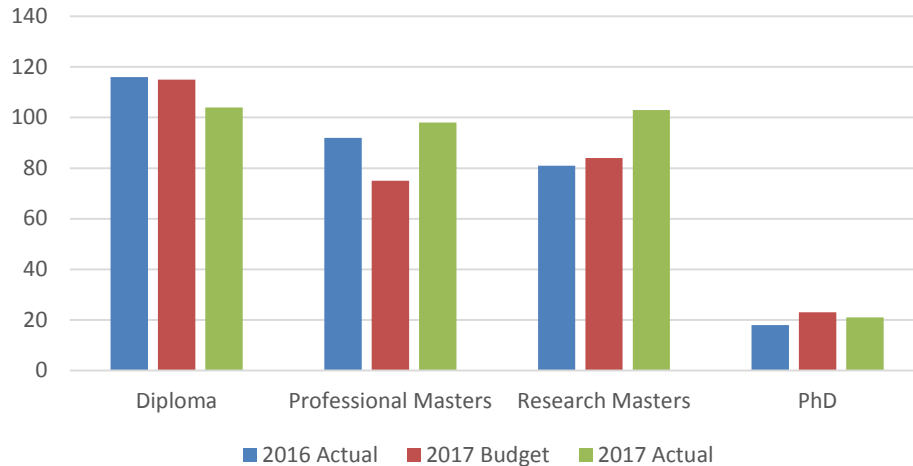


Intakes increased but overall declined;

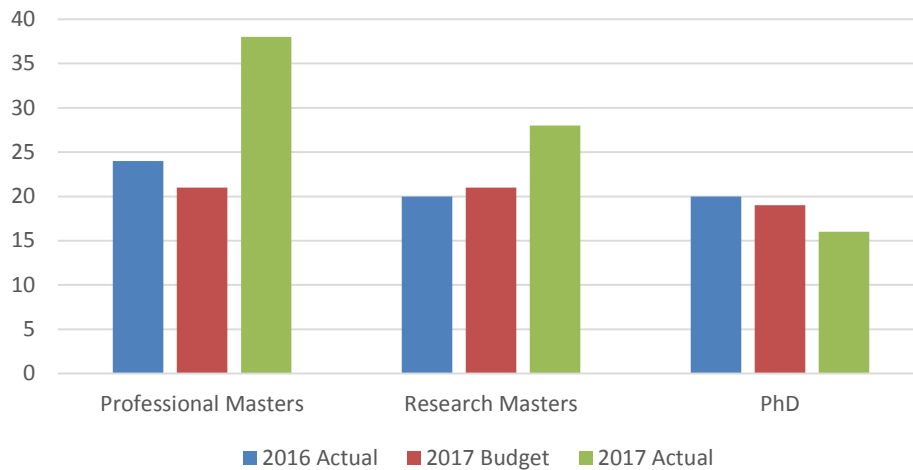
- Flow through effect of lower intakes seen in 2015-16, slowly coming back up to previous levels

GR Registration Day 10

GR Domestic Day 10 Intake, Headcount



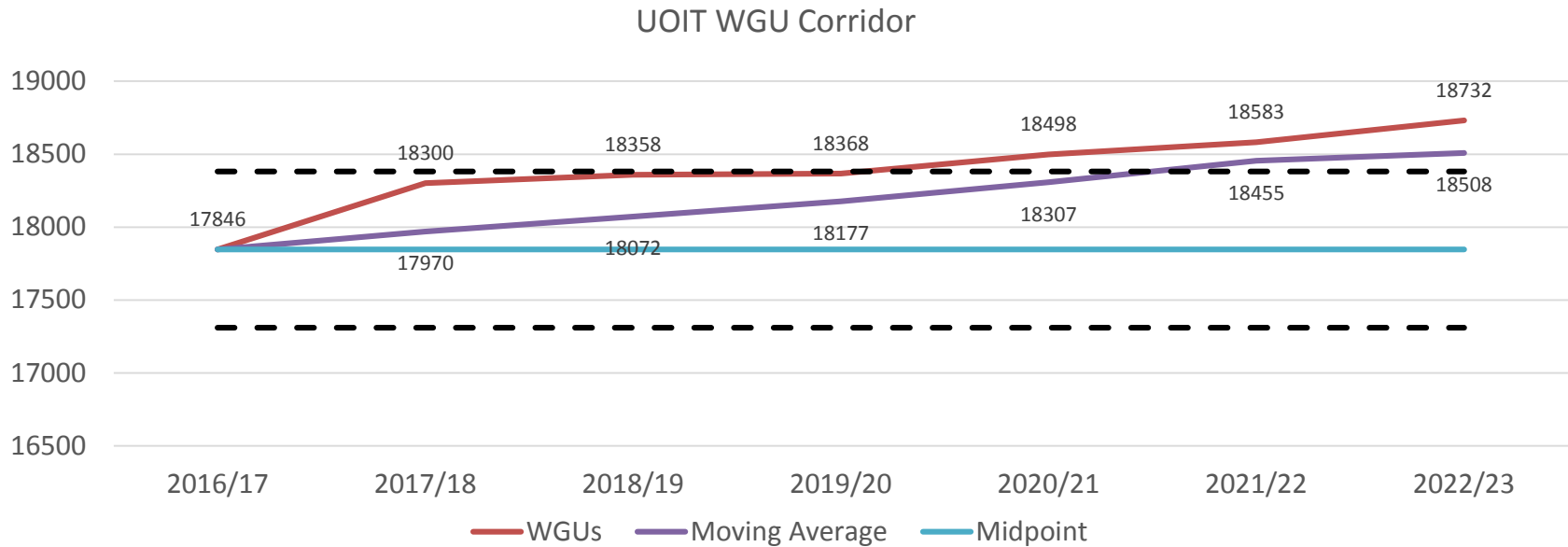
GR International Day 10 Intake, Headcount



Increases due to;

- New Faculty hires
- Higher summer intake
- Higher uptake of Professional degrees
- Students taking longer to complete (PT students)

Corridor Projections (Oct 2017)



*2016/17 starting point currently estimated, finalized WGU yet to be established

Through negotiations we were allotted increases in GR spaces over the duration of SMA2, we are still unsure how this is going to impact the corridor calculation. These increases are currently not included in the above chart.

QUESTIONS?





**Financial Update
Report to the Audit and Finance Committee
For the quarter ending June 30, 2017**

October 12, 2017

	<u>Page</u>
I. Consolidated Financial Statements	1 - 5
II. Financial Metrics	6 - 8
III. Revenue Forecast Update	9 - 10
IV. Capital	11 - 12
V. Cash Flow	13 - 14
VI. Long-term Forecast	15 - 17

Consolidated Financial Statements of

**UNIVERSITY OF ONTARIO
INSTITUTE OF TECHNOLOGY**

For the quarter ending June 30, 2017

UNIVERSITY OF ONTARIO INSTITUTE OF TECHNOLOGY
Consolidated Statement of Financial Position
As at June 30, 2017

	<u>Jun 30, 2017</u>	<u>Jun 30, 2016</u>	<u>YOY Variance</u>	<u>Mar 31, 2017</u>
ASSETS				
CURRENT				
Cash and cash equivalents	\$ 39,008,054	\$ 20,719,267	\$ 18,288,787	\$ 56,795,539
Short-Term Investments	-	10,170,000	(10,170,000)	-
Grant receivable	6,102,745	5,669,802	432,943	6,152,287
Other accounts receivable	19,877,768	18,521,121	1,356,647	7,624,344
Prepaid expenses and deposits	1,931,340	1,952,990	(21,649)	1,689,870
Inventories	238,313	217,987	20,326	172,514
	67,158,220	57,251,166	9,907,054	72,434,554
INVESTMENTS	26,842,914	28,991,512	(2,148,599)	29,632,811
CAPITAL ASSETS	403,626,051	391,815,726	11,810,325	399,939,626
	-	-	-	-
TOTAL ASSETS	\$ 497,627,184	\$ 478,058,405	\$ 19,568,779	\$ 502,006,991
LIABILITIES				
CURRENT AND LONG-TERM LIABILITIES				
Accounts payable and accrued liabilities	27,012,245	15,623,845	11,388,400	34,633,948
Deferred revenue	30,141,199	28,825,923	1,315,276	20,878,720
	57,153,444	44,449,768	12,703,676	55,512,668
LONG TERM DEBT	3,650,414	9,294,442	(5,644,028)	6,390,043
OBLIGATIONS UNDER CAPITAL LEASE	38,551,443	39,011,172	(459,729)	38,672,762
DEBENTURE DEBT	172,823,718	178,096,238	(5,272,520)	175,501,181
DEFERRED CAPITAL CONTRIBUTIONS	163,416,204	160,130,000	3,286,204	164,581,824
	435,595,224	430,981,620	4,613,604	440,658,478
Net Assets / (Deficit)				
NET ASSETS, excluding current year surplus	41,731,792	29,128,143	12,603,648	29,128,146
ENDOWMENTS	19,686,983	18,265,640	1,421,343	19,616,720
CURRENT YEAR SURPLUS / (DEFICIT)	613,184	(316,999)	930,183	12,603,647
	62,031,959	47,076,785	14,955,174	61,348,513
TOTAL LIABILITIES AND NET ASSETS	\$ 497,627,184	\$ 478,058,405	\$ 19,568,779	\$ 502,006,991

UNIVERSITY OF ONTARIO INSTITUTE OF TECHNOLOGY
Consolidated Statement of Operations
For the quarter ending June 30, 2017

	<u>Jun 30, 2017</u>	<u>Jun 30, 2016</u>	<u>YOY Variance</u>
REVENUE			
Grants - operating & research	\$ 16,501,114	\$ 16,634,508	\$ (133,394)
Grant - debenture	6,750,000	6,750,000	-
Donations - operating & research	206,457	215,922	(9,465)
Student tuition fees	12,425,512	11,804,381	621,132
Student ancillary fees	2,627,773	1,759,351	868,422
Revenue from purchased services	499,585	475,724	23,860
Other income	2,094,225	2,031,940	62,285
Amortization of deferred capital contributions	2,165,620	2,155,684	9,936
Interest revenue	58,676	134,998	(76,322)
Unrealized gain on investments	228,276	465,061	(236,785)
Gain/(loss) on disposal of assets	98,805	(324,504)	423,309
	<u>\$ 43,656,043</u>	<u>\$ 42,103,066</u>	<u>\$ 1,552,977</u>
EXPENSES			
Salaries and benefits	\$ 24,331,047	\$ 23,889,892	\$ 441,156
Supplies and expenses	6,350,405	6,225,959	124,446
Purchased Services	2,544,044	2,433,449	110,596
Professional fees	288,332	152,103	136,229
Interest expense - Current Obligations	35,545	37,125	(1,581)
Interest expense - Long Term Debt	3,555,111	3,695,522	(140,411)
Amortization of capital assets	5,938,375	5,986,016	(47,641)
	<u>\$ 43,042,859</u>	<u>\$ 42,420,065</u>	<u>\$ 622,794</u>
Excess of revenue over expenses	<u>\$ 613,184</u>	<u>\$ (316,999)</u>	<u>\$ 930,183</u>

UNIVERSITY OF ONTARIO INSTITUTE OF TECHNOLOGY
Consolidated Statement of Cash Flows
For the quarter ending June 30, 2017

	<u>Jun 30, 2017</u>	<u>Jun 30, 2016</u>
NET INFLOW (OUTFLOW) OF CASH RELATED TO THE FOLLOWING ACTIVITIES		
OPERATING		
Excess of revenue over expenses	613,184	(316,999)
Items not affecting cash:		
Amortization of capital assets	5,938,375	5,986,016
Amortization of deferred capital contributions	(2,165,620)	(2,155,684)
(Gain)/loss on disposal of assets	(98,805)	324,504
Unrealized (gain)/loss on investments	(228,276)	465,061
	<u>4,058,858</u>	<u>4,302,898</u>
Working Capital		
Grant and other accounts receivable	(12,203,882)	(11,550,906)
Prepaid expenses and deposits	(241,470)	(251,312)
Inventories	(65,799)	(63,725)
Accounts payable and accrued liabilities	(7,621,703)	(8,316,695)
Deferred revenue	9,262,480	8,467,645
	<u>(6,811,516)</u>	<u>(7,412,095)</u>
INVESTING		
Purchase of capital assets	(9,525,995)	(615,022)
Investments	3,018,173	1,511,010
Endowment contributions	70,263	93,981
	<u>(6,437,559)</u>	<u>989,968</u>
FINANCING		
Repayment of long term debt	(5,417,091)	(5,088,446)
Repayment of obligations under capital leases	(121,319)	(79,154)
Deferred capital contributions	1,000,000	(0)
	<u>(4,538,410)</u>	<u>(5,167,600)</u>
NET CASH (OUTFLOW)	(17,787,485)	(11,589,727)
CASH BALANCE, BEGINNING OF YEAR	56,795,539	32,308,994
CASH BALANCE, END OF PERIOD	\$ 39,008,054	\$ 20,719,267

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

Assets

Cash and short-term investments increased \$8.1m over last year and is primarily due to under-spending of \$12.0m in the last budget year 2016-17, offset by on-going operational spending and SIRC construction in Q1.

Grant receivable balance of \$6.1m includes \$5.0m Collaborative Nursing (CN) grant funded on a slip-year basis (PY bal. \$3.8m will be received in CY, and CY bal. \$1.2m to be received in next FY) and \$1.1m of external research grants all of which are current.

Other accounts receivable includes student and trade receivables. Y/E balance of \$19.9m includes \$17.2m of student A/R (of which \$14.6m relates to the future fall 2017 and winter 2018 semesters), \$1.7m of current trade A/R, other current receivables comprising \$0.8m of sales tax recoverable, \$0.7m COU application fees received in April 2017, \$0.6m ACE, and other balances, none exceeding \$0.5m.

Increase of \$1.4m receivables over the prior year comprises various increases / (decreases), none of which exceeds \$0.5m.

Investment balance of \$26.8m comprises \$24.0m endowed funds held at PH&N and \$2.8m from MoF held in trust at BNY. The decrease of \$2.1m includes a decrease of \$5.3m used to repay the MoF loan in the last 12 months (**see Other Long Term Debt note under Liabilities below**) offset by a net increase of \$3.2m in endowed funds (new in-year donations \$1.2m, investment income \$1.0m, M2M unrealized gain \$1.4m, offset by bursary disbursements \$0.4m).

Capital assets increase of \$11.8m includes net additions of \$30.5m, offset by accumulated amortization of \$18.7m in the last 12 months. Additions comprise \$25.4m WIP (\$22.8m SIRC & \$2.6 rolling road), \$4.7m laptop purchases net of \$6.2m disposals, \$3.3m building, SIRC parking, lab renovations and FFE, \$2.6m major equipment, and \$1.0m computer equipment and servers, offset by disposal of Dulemba land \$0.3m.

Liabilities

Accounts payable and accrued liabilities increase of \$11.4m includes \$7.7m increase in accounts payable due to the timing of payment of invoices (includes \$2.3m of June Ellis Don SIRC invoices, \$1.2m for June 2017 payroll deductions, \$1.0m due to Durham College), \$2.2m of SIRC construction and warranty holdbacks. These increases are offset other increases / decreases, none of which exceeds \$0.5m.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION (continued)

Deferred Revenue relate to revenues deferred to the following periods as these have not yet been earned at the end of the reporting quarter or will be recognized as revenue in the period in which related expenses are incurred.

Balance of \$30.1m includes \$15.4m deferred tuition representing future term fees not earned at the end of the quarter (registration opened on June 30), \$6.2m of externally funded research revenues, \$3.3m of expendable donations, \$3.3m of deferred TELE surplus, and \$1.9m of miscellaneous deferred revenues.

Other long-term debt decrease of \$5.6m includes \$5.3m repayment of the MoF loan in the last 12 months (see **Investment note under Assets above**) and other repayments, none of which exceeds \$0.5m. Balance of \$3.7m comprises \$2.8m MoF loan, which is fully payable in October 2017.

Decrease in obligations under capital lease represents the lease repayments for 61 Charles and 55 Bond in the last 12 months.

Decrease in long-term debenture debt of \$5.3m relates to the principal repayment and resulting drawdown of the debt in the last 12 months. This debt is fully payable in October 2034.

Increase in deferred capital contributions of \$3.3m includes new capital grant of \$12.1m received in the last 12 months, offset by \$8.8m amortization into revenues of all capital grants received since inception of the University. New capital grants received include \$8.6m SIF grant for SIRC construction, \$2.3m for the Moving Ground Plane, \$0.7m for building and lab maintenance, and \$0.5m Graduate Expansion Grant.

CONSOLIDATED STATEMENT OF OPERATIONS

Revenue

Total Revenue increased \$1.6m (3.7%) over last year, and includes \$0.9m increase in student ancillary fees mostly attributable to the accounting recognition of PY deferred revenues for the purchase of athletic equipment in the current year, increase \$0.6m in tuition fees to reflect average 3% YOY increase in tuition fees, and other increases / decreases, none of which exceeds \$0.5m.

Expenses

Total Expenses increased \$0.6m (1.4%) over the prior year with the most significant % change in professional fees relating to the “new President” search, employment and SA-related matters.

II. FINANCIAL METRICS

The Ministry has adopted 5 financial metrics to assist with assessing university financial health and sustainability.

The table below shows UOIT's forecast metrics for fiscal year 2017 – 18 and the actuals for the 2 fiscal years 2016 – 17 and 2015 - 16. Also included are the average comparator and average sector metrics for fiscal year 2015 - 2016 (latest published data). The average comparator includes the data for what is classified as “small” universities based on student FTE (“Full-time equivalents”). The small sector universities comprise of 7 universities: Algoma, Lakehead, Laurentian, Nipissing, OCADU, Trent and UOIT.

Financial Metrics	Forecast	Actual	Actual	Average comparator	Average sector
	2017 - 18	2016 - 17	2015 - 16	2015 - 16	2015 - 16
Net Income/Loss Ratio (1)	4.8%	6.2%	1.7%	-0.4%	2.5%
Net Operating Revenues Ratio (2)	15.3%	18.1%	10.9%	2.6%	6.6%
Primary Reserve Ratio (days) (3)	34	40	27	24	94
Interest Burden Ratio (4)	8.4%	8.9%	9.4%	3.3%	2.3%
(b) IBR w MTCU funding	2.0%	2.0%	2.2%	n/a	n/a
Viability Ratio (5)	9.3%	10.0%	6.4%	11.8%	154.7%

Financial Metrics Analysis

1. **Net Income / Loss** ratio - tracks the trend in UOIT's net earnings.

With the \$6.9m additional revenues identified to date (see “Revenue Forecast Update” on Pages 9 and 10), coupled with savings from its planned capital reserves, it is forecast that UOIT will continue to show positive net earnings ratio in 2017 – 2018.

II. FINANCIAL METRICS (continued)

2. Net Operating Revenues ratio – indicates the extent to which UOIT is generating positive cash flows in the long-run to be financially sustainable.

With the forecast additional revenues, UOIT continues to experience positive operating and working capital and, therefore, a stable net operating revenues ratio.

3. Primary Reserve ratio – indicates UOIT’s financial strength and flexibility by determining the number of days UOIT could function using its resources that are can be expended without restrictions.

Primary reserve ratio is stable as although internally-restricted capital reserves have been consumed to fund for the SIRC building in the current year, these will be replenished at the end of this fiscal year with any unspent additional revenues identified in the “Revenue Forecast Update” (on Pages 9 and 10) and any actual operating expense savings.

4. Interest Burden ratio (“IBR”) – indicates UOIT debt affordability and the cost of servicing debt

UOIT’s interest burden continues to improve as it pays back its long-term debt obligations without entering into any new debt. The cost of servicing UOIT’s debt is above the comparator due to its much higher debt obligations.

4b. Interest Burden with MTCU funding ratio – the “IBR” has been re-stated to reflect an annual “institution-specific” grant of \$13.5m from the Ministry to fund the University’s debenture debt. Therefore, interest expense on the debenture has been removed from the total interest expense, used in the calculation of “IBR”.

Including the impact of the Ministry funding, UOIT’s interest burden ratio is more in line with the average comparator and average sector ratios.

5. Viability ratio - determines UOIT’s financial health, as it indicates the funds on hand to settle its long-term obligations.

This ratio is stable due to operating planned surplus (resulting in improved expendable net assets), and reduced debt obligations.

II. FINANCIAL METRICS (continued)

(1) Net Income/Loss Ratio

$$\frac{\text{Total Revenues less Total Expenses}}{\text{Total Revenues}}$$

Measures the percentage of UOIT's revenues that contribute to its net assets. The objective is to track trends in UOIT's net earnings

(4) Interest Burden Ratio

$$\frac{\text{Interest Expense}}{\text{Total Expenses - Depreciation}}$$

Indicates debt affordability as it examines the percentage of total expenses used to cover UOIT's cost of servicing debt

(2) Net Operating Revenues Ratio

$$\frac{\text{Cash flow from Operating Activities}}{\text{Total Revenues}}$$

Indicates the extent to which UOIT is generating positive cash flow in the long-run to be financially sustainable.

(5) Viability Ratio

$$\frac{\text{Expendable Net Assets}}{\text{Long-Term Debt}}$$

Determines UOIT's financial health as it indicates the funds on hand to settle its long-term obligations. Long-Term Debt is total external long-term debt, excluding the current portion of debt.

(3) Primary Reserve Ratio

$$\frac{\text{Expendable Net Assets}}{\text{Total Expenses}} \times 365 \text{ days}$$

Indicates UOIT's financial strength and flexibility by determining the number of days UOIT can function using only its resources that can be expended without restrictions. Expendable net assets include: Unrestricted surplus (deficit), internally restricted net assets and endowments.

III. Revenue Forecast Update

Below is an update on the University's revenue projections (note: detailed expense forecast from budget holders will be included in the Q2 and Q3 reporting results).

Enrolment

	2017 - 18 Approved Budget	2017 - 18 Day 10 Count	Variance to Approved Budget
FTE's			
Undergraduate			
Domestic	7,755	7,999	244
International	501	474	-27
Graduate			
Domestic	329	425	96
International	137	146	9
Total FTE's	8,722	9,044	322

Day 10 enrolment count shows a positive net variance of 322 FTE against an original budget of 8,722 FTE. Current eligible undergraduate and graduate enrolment projection is within the +/- 3% of UOIT's corridor midpoint

Domestic undergraduate and graduate increased 340 FTE against the approved budget, with all faculties experiencing overall growth, except for Engineering U/G (-8 FTE), Health Science U/G (-52 FTE) and Social Sciences Graduate (-7 FTE).

International undergraduate is unfavorable against budget by 27 FTE, mostly relating to Business and IT (-21 FTE) and Engineering (-16 FTE), offset with higher than expected enrolment in Science (+9 FTE). International graduate is slightly favorable to budget.

Revenues

Core Operating Grant (COG) previously known as the base operating grant, is not impacted by growth as under the new funding formula model, there is no additional funding for growth for the period of SMA 2 (2017 - 18 to 2019 - 20 inclusive), except for Collaborative Nursing (CN). Instead, the funding received for 2017 - 18, excluding CN, is set at the same level received for the 2016 - 17 enrolment.

III. Revenue Forecast Update (continued)

Our core operating grant is, however, favourable **\$0.7m** to budget and is due to final enrolment confirmation for 2016 – 17 (which forms the basis of the 2017 – 18 COG) being higher than anticipated.

Tuition fees for the year are favourable **\$3.0m** against an original budget of \$78.3m. This positive variance includes \$1.5m attributable to higher than expected growth, and \$1.5m positive variance as the original 2017-18 budget model was understated for the calculation of the Faculty of Engineering tuition fees and the financial impact for “student drops”.

The current year and long-term forecasts have been adjusted to account for the \$1.5m misstatement in tuition fees.

Other Revenue, including purchased services, is favorable to budget due to the one-time receipt in June 2017 of **\$4.9m**, net of consultants’ fees of **\$1.7m**, in settlement of historical claims for retail sales tax rebates on construction costs for the period January 2003 to December 2005.

Summary

We are currently forecasting an upside of \$6.9m in revenues against our original budget. This comprises of,

Core Operating Grant	\$0.7m
Tuition Fees	\$3.0m
“One-time-only” net retail sales tax rebate	\$3.2m

The Budget Working Group has consulted with stakeholders regarding the prioritization of strategic requests across all units of the University. As a result of this prioritization, additional in-year projects and resources, totaling \$3.0m, have been approved by the Senior Leadership Team.

IV. CAPITAL

This section provides an overview of Board approved capital projects over \$1.0m.

A. Software and Informatics Research Centre (“SIRC”)

In March 2016, UOIT’s Board of Governors approved the award of the design and build of a new building (“SIRC”) to Ellis Don Corporation, and also approved the completion of the preliminary design phase.

On June 29, 2016, the Board approved the construction and fit-out of the new 4-floor “SIRC” building at a total cost not to exceed \$26.3m for the first phase (construction and fit-out of the first 2 floors), and not to exceed a further \$7.0m for the fit-out of the remaining 2 floors, the latter being subject to approval of UOIT’s application for “SIF” (Strategic Investment Fund) funding.

On September 14, 2016, UOIT signed an agreement with the Province, which was made effective as of May 9, 2016. This Ontario Transfer Payment Agreement confirmed a “SIF” funding of \$13,001,890 (\$11,801,890 Federal Funds and \$1,200,000 Ontario Funds). The Ministry formally announced this infrastructure funding for UOIT on October 13, 2016.

The original target date for completion of the 4 floors fully fitted-out is November 2017, with occupancy in January 2018.

Status update

The construction of the first two floors of the SIRC building has been completed. The Office of Registrar moved in on August 10, 2017 and classes run as of the start of the new academic year in September 2017 on the 2nd Floor.

The 3rd and 4th Floors are targeted to be substantially completed at the end of October 2017, with planned occupancy of lab and faculty offices in November / December 2017, and classes on the 3rd and 4th Floors as of the start of winter semester in January 2018.

Costs incurred on the SIRC project as at the end of September were \$29.0m against a total approved budget of \$33.5m. It is forecast that the contingency funds of \$1.2m will not be utilized.

SIF funding received as at the end of September amounted to \$10.6m against a total approved grant of \$13.0m.

Construction holdbacks, amounting to net \$2.0m, were released and paid in Sep 2017.

IV. CAPITAL (continued)

Please see separate report for details of SIRC actual cash flow, budget and forecast to completion date.

B. Moving Ground Plane (“MGP”)

In June 2016, UOIT’s Board of Governors approved the completion of an agreement of purchase and sale with the Old Dominion University (“ODU”) for the acquisition of a moving ground plane (“MGP”) at a cost of no more than \$2.5m in accordance with the terms of a grant of \$2.5m funded by the Ministry of Economic Development and Growth (“MEDG”).

UOIT has also submitted an application to FedDev for additional funding of approximately \$10.2m and is working with industry partners (e.g. Magna and Multimatic) to complete the funding requirements for the installation and integration of the MGP into the ACE facility.

It was anticipated that installation of the MGP at the ACE facility would be completed in late 2017 and become operational as of early 2018.

MGP Progress Update

- The University has paid ODU USD 2.0m in settlement for the equipment in September 2016, and has received CAD 2.25m (CAD 2.5m less 10% holdback) from the Ministry of Economic Development and Growth in November 2016.
- At the request of Multimatic, all components of the rolling road have been moved to a location at the Oshawa Airport.
- Executive Management is currently conducting active discussion with the Federal Government, Province and our industry partners to obtain the funding required for the installation and integration of the MGP into the ACE facility.

An update on the status of these discussions will be provided at the meeting.

V. CASH FLOW

The University administration uses a cash management forecasting model to manage its operating cash balances and operating short-term investment portfolios.

University cash balances are cyclical in nature with higher balances in September & October and January & February due to tuition fee collection from the fall and winter semester registration, and lower balances in November & December and during the early summer months.

In September 2014, and as approved by the Board, the University invested \$16.0m surplus operating cash in short-term GIC's at BMO Nestbitt Burns, of which \$6.0m has a renewable maturity date of 30 days and \$10.0m has a maturity date of 1 year.

In April 2015, the University transferred \$1.1m from BNY to RBC Wealth Management and these were invested in annual GIC's.

In September 2016, in light of the uncertainty regarding the timing of receipt of the SIF funding, and to provide flexibility for the SIRC construction project, all GIC's that matured at that time, were re-invested in 30-day cashable GIC's.

- A revolving operating LOC of up to \$17.0m, bearing interest at prime plus 0.25% with a Canadian chartered bank.
- A revolving operating LOC up to \$5.0m, bearing interest at prime plus 0.25% with IBM.

Cash Flow Update

- UOIT has not utilized its available line of credit at the end of the reporting quarter.
- With the construction of SIRC nearing completion, and a healthy operating cash balance, short-term investments amounting to \$17.6m, have been re-invested in annual GIC's at BMO Nesbitt Burns and RBC Wealth Management respectively.
- **Operating cash balance**, including short-term investments of \$17.6m, is projected at **\$35.4m** at the end of the fiscal year.
- **Externally and internally restricted cash balances** (including Research, Advancement, Campus Childcare, Regent Theatre, and ACE) is projected at **\$11.5m** at the end of the fiscal year.

UNIVERSITY OF ONTARIO INSTITUTE OF TECHNOLOGY

Cash Flow Forecast Summary for the year ended March 31, 2018

		Actual			Forecast							Total Forecast
		Apr - Jun 2017	Jul 2017	Aug 2017	Sep 2017	Oct 2017	Nov 2017	Dec 2017	Jan 2018	Feb 2018	Mar 2018	FY 2017-18
		\$ 000 s	\$ 000 s	\$ 000 s	\$ 000 s	\$ 000 s	\$ 000 s	\$ 000 s	\$ 000 s	\$ 000 s	\$ 000 s	\$ 000 s
Operating Beginning Cash Balance	A	28,936	12,479	7,437	10,470	23,262	15,473	8,338	2,395	25,017	21,623	28,936
Total Operating Inflows	B	37,730	13,995	22,107	32,704	16,462	8,194	9,630	37,038	9,625	9,902	197,387
Total Operating Outflows	C	(48,464)	(16,231)	(15,918)	(16,495)	(23,092)	(13,687)	(15,483)	(13,991)	(13,006)	(13,710)	(190,077)
Net Operating Cash Flows	D=B+C	(10,734)	(2,236)	6,189	16,209	(6,630)	(5,493)	(5,853)	23,047	(3,381)	(3,808)	7,310
Total Operating Cash Available	E=A+D	18,202	10,243	13,626	26,679	16,632	9,980	2,485	25,442	21,636	17,815	36,246
SIRC Building Outflows	F	(6,723)	(2,806)	(3,156)	(5,417)	(1,159)	(1,642)	(1,090)	(1,008)	(13)	(11)	(23,025)
SIRC Building Inflows	G	1,000	0	0	2,000	0	0	1,000	583	0	0	4,583
Net SIRC Building	H=F+G	(5,723)	(2,806)	(3,156)	(3,417)	(1,159)	(1,642)	(90)	(425)	(13)	(11)	(18,442)
Operating Ending Cash Balance after SIRC	I=E+H	12,479	7,437	10,470	23,262	15,473	8,338	2,395	25,017	21,623	17,804	17,804 N1
Total Internally and Externally Restricted Cash	J	10,365	10,170	10,608	9,849	10,803	11,164	11,794	12,098	11,748	11,519	11,519 N2
Total Consolidated Cash Position	K=I+J	22,844	17,607	21,078	33,111	26,276	19,502	14,189	37,115	33,371	29,323	29,323

Total Cash Forecast as at MAR 31, 2018

Total Operating Cash after SIRC	17,804 N1
Add: Short-term investments in GIC's	17,593
Total Operating Cash and ST investments	<u>\$ 35,397</u>

Total Restricted Cash	<u>\$ 11,519 N2</u>
-----------------------	---------------------

VI. LONG-TERM FORECAST

In April 2017, and as part of the annual budget presentation to the Audit and Finance Committee, a long-term forecast was presented for the budget years 2017 – 18 to 2026 – 2027 inclusive. This forecast was based on 2016 - 17 Feb 1 count enrolment numbers.

The current long-term forecast includes enrolment data from June 2017, which is based on projections from confirmed students coming in Fall 2017 – 18.

The long-term forecast will be updated with the Fall Day 10 enrolment count and resulting revised revenues and expenses, and reported to the Committee at the next meeting in November 2017.

Assumptions on June 2017 forecast model

1. Grant funding as per the new funding formula implemented in 2017 – 18 year.
 - Funding held at 2016 – 17 level for the period of SMA 2 (2017-18 to 2019-20 inclusive)
 - Negotiation with MAESD in 2018-19 for growth funding above the corridor for future SMA's.
 - Currently, there is no indication from MAESD that there will be funding above growth; therefore, the model includes an “*uncertainty in growth funding*”.
2. Growth in undergraduate domestic (mostly engineering and business), offset by a slight decline in international undergraduate.
3. Tuition YOY average increase at the current approved rate of 3.0%, with a relatively higher increase for international students in the first 5 years.
4. Retention rate held at current rate of 80.3%
5. Salary increases as per the new JES and as per faculty collective agreements
6. New faculty hires to maintain current student to faculty ratio
7. New administrative hires at 2:1 for every new faculty hire
8. Faculty headcount annual attrition \$0.5m
9. TELE transformation to a full “BYOD” model by FY 2019 - 20
10. Operational reserves \$2.0m + planned capital and deferred maintenance reserves \$2.5m for a total of \$4.5m
11. 3% YOY increase in utilities
12. 2% YOY increase in purchased services cost from Durham College

The operating long-term forecast excludes both the moving ground plane as this project is funded through external funding, and the SIRC building as this is fully funded by the SIF grant and UOIT's prior year internally restricted reserves.

VI. LONG-TERM FORECAST (continued)

Summary

The long-term forecast presented to the Committee in April 2017 showed a balanced budget over the 10-year period 2017 – 18 to 2026 – 27 inclusive.

The current model, using June 2017 enrolment projections, is forecasting a surplus of \$22.0m over the 10-year period.

The significant items contributing to this new \$22.0m surplus comprise of,

- 1) \$15.0m increase in tuition fees - Adjustment to the budget model for Engineering courses and student drops. Impact in current year 2017- 18 is \$1.5m; therefore, impact over 10 years is \$15.0m.
- 2) \$31.9m – increase in grant and tuition fees (net of tuition set aside and grant uncertainty) as a result of growth and increase in international tuition rates in the first 5 years of the long-range forecast
- 3) (24.9) m – new hires to maintain student/faculty ratio and administrative/faculty ratio as a result of growth, including impact of salary increases and employees' benefits.

UNIVERSITY OF ONTARIO INSTITUTE OF TECHNOLOGY
 LONG-TERM FORECAST - 2018/19 to 2026/27 ENROLMENT BASED ON JUNE 2017 PROJECTION

10-year Forecast (in ' 000s)												
	SMA 2			SMA 3			SMA 4			SMA 5		
	17/18 Original Budget	17/18 Fcst	18/19 Fcst	19/20 Fcst	20/21 Fcst	21/22 Fcst	22/23 Fcst	23/24 Fcst	24/25 Fcst	25/26 Fcst	26/27 Fcst	Total 10-year Forecast
REVENUES												
Core Operating Grant, excluding CN grant	\$ 50,437	\$ 50,858	\$ 50,693	\$ 50,617	\$ 52,682	\$ 52,652	\$ 52,619	\$ 52,847	\$ 52,820	\$ 52,810	\$ 53,337	\$ 521,935
<i>Uncertainty in Growth Funding</i>	\$ -	\$ -			\$ (2,066)	\$ (2,035)	\$ (2,002)	\$ (2,230)	\$ (2,203)	\$ (2,194)	\$ (2,721)	\$ (15,450)
CN grant	\$ 4,292	\$ 4,292	\$ 4,417	\$ 4,445	\$ 4,473	\$ 4,476	\$ 4,476	\$ 4,476	\$ 4,476	\$ 4,476	\$ 4,476	\$ 44,483
Debenture Grant	\$ 13,500	\$ 13,500	\$ 13,500	\$ 13,500	\$ 13,500	\$ 13,500	\$ 13,500	\$ 13,500	\$ 13,500	\$ 13,500	\$ 13,500	\$ 135,000
Other Grants	\$ 7,469	\$ 7,811	\$ 8,794	\$ 9,001	\$ 9,001	\$ 9,001	\$ 9,001	\$ 9,001	\$ 9,001	\$ 9,001	\$ 9,001	\$ 88,612
Student Tuition Fees	\$ 78,318	\$ 81,313	\$ 86,147	\$ 90,691	\$ 95,824	\$ 99,988	\$ 105,165	\$ 110,166	\$ 114,922	\$ 119,644	\$ 124,410	\$ 1,028,269
Student Ancillary Fees	\$ 10,950	\$ 10,950	\$ 10,944	\$ 8,886	\$ 9,016	\$ 9,368	\$ 9,424	\$ 9,639	\$ 9,685	\$ 9,741	\$ 9,785	\$ 97,438
Revenues from Ancillary Operations	\$ 3,957	\$ 3,957	\$ 3,957	\$ 3,957	\$ 4,021	\$ 4,086	\$ 4,153	\$ 4,221	\$ 4,291	\$ 4,362	\$ 4,434	\$ 41,438
Donations	\$ 680	\$ 680	\$ 1,075	\$ 1,075	\$ 1,075	\$ 1,075	\$ 1,075	\$ 1,075	\$ 1,075	\$ 1,075	\$ 1,075	\$ 10,355
Other Revenues	\$ 11,886	\$ 15,071	\$ 12,298	\$ 12,154	\$ 12,109	\$ 12,361	\$ 12,604	\$ 12,701	\$ 12,712	\$ 12,723	\$ 12,735	\$ 127,467
Total Revenues	\$ 181,489	\$ 188,432	\$ 191,825	\$ 194,325	\$ 199,635	\$ 204,471	\$ 210,015	\$ 215,395	\$ 220,278	\$ 225,139	\$ 230,032	\$ 2,079,547
EXPENDITURES												
Base Expenditures												
FT Labour	\$ (86,628)	\$ (86,628)	\$ (94,518)	\$ (97,130)	\$ (101,829)	\$ (105,392)	\$ (109,572)	\$ (114,396)	\$ (117,688)	\$ (122,156)	\$ (126,622)	\$ (1,075,931)
PT Labour	\$ (16,311)	\$ (16,311)	\$ (15,811)	\$ (16,539)	\$ (17,351)	\$ (17,687)	\$ (18,062)	\$ (18,489)	\$ (18,904)	\$ (19,301)	\$ (19,696)	\$ (178,151)
Operating Expenses	\$ (73,933)	\$ (73,933)	\$ (72,276)	\$ (72,725)	\$ (73,563)	\$ (74,279)	\$ (75,643)	\$ (76,518)	\$ (77,535)	\$ (78,439)	\$ (79,375)	\$ (754,285)
Capital Expenses	\$ (6,143)	\$ (6,143)	\$ (5,404)	\$ (5,384)	\$ (5,008)	\$ (5,008)	\$ (5,008)	\$ (5,008)	\$ (5,008)	\$ (5,008)	\$ (5,008)	\$ (51,986)
Approved Base Expenditures	\$ (183,015)	\$ (183,015)	\$ (188,008)	\$ (191,778)	\$ (197,751)	\$ (202,366)	\$ (208,284)	\$ (214,412)	\$ (219,135)	\$ (224,903)	\$ (230,701)	\$ (2,060,354)
Budget Surplus/(Deficit)	\$ (1,526)	\$ 5,417	\$ 3,817	\$ 2,548	\$ 1,883	\$ 2,105	\$ 1,731	\$ 983	\$ 1,143	\$ 235	\$ (669)	\$ 19,193
Funded through PY reserves	\$ 1,526	\$ 1,526	\$ 391	\$ 726	\$ 350							\$ 2,993
Total	\$ (0)	\$ 6,943	\$ 4,208	\$ 3,274	\$ 2,233	\$ 2,105	\$ 1,731	\$ 983	\$ 1,143	\$ 235	\$ (669)	\$ 22,187



BOARD REPORT

SESSION:

Public
 Non-Public

ACTION REQUESTED:

Decision
 Discussion/Direction
 Information

TO: Board of Governors

DATE: October 26, 2017

FROM: Karyn Brearley, Chair of Governance, Nominations & Human Resources Committee

PRESENTED BY: Cheryl Foy, University Secretary & General Counsel

SUBJECT: By-law Review Project – Draft By-law Nos. 1 & 2

BOARD & COMMITTEE MANDATES:

In accordance with section 9(1)(p) of the *UOIT Act*, the Board of Governors has the power to make by-laws, resolutions and rules for the conduct of its affairs. The Board enacted UOIT By-law Number 1 in June 2003.

In accordance with the Governance, Nominations & Human Resources Committee’s Terms of Reference, the committee is responsible for periodically reviewing the UOIT By-laws and making recommendations to the Board for revision, when appropriate.

MOTION:

The Governance, Nominations and Human Resources Committee (GNHR) recommends approval of the following motion:

Pursuant to the recommendations of the Board of Governors By-law Review Project Working Group and Governance, Nominations and Human Resources Committee, the Board of Governors hereby approves By-law Numbers 1 and 2, as presented, and to be implemented in September 2018.

BACKGROUND:**a) Why Review the By-law?**

GNHR established the By-law Review Project Working Group in September 2015 in order to review and update the University's By-law No. 1 (By-law). The purpose of the review included: addressing inconsistencies between the By-law and the *UOIT Act*, identifying and remedying gaps in the By-law and reviewing the provisions relating to the authority of Academic Council (AC).

b) Working Group:

The members of the Working Group are: **Cheryl Foy**, Chair, **Karyn Brearley**, GNHR Chair, **Glenna Raymond**, former Board Chair, **Robert Bailey**, Provost & VP Academic (Interim), **Mike Eklund**, elected by AC, **Hannah Scott**, elected by AC, **Becky Dinwoodie**, support. The Working Group has met many times since September 2015.

c) Principles and Objectives:**Principles -**

GNHR asked the Working Group to work consistently with the following principles:

- Be guided by **good governance** principles - consider best practices in post-secondary institutions & outside of the university environment
- **Law** - Keep an eye on the progress of the proposed new Ontario Not For Profit Corporations Act as it progresses into law & ensure UOIT By-law is compliant
- **Efficiency** - Recognize the tools that we already have – many improvements in governance practices can be accomplished within the present framework & do not have to wait for completion of By-law review
- **Focus** on substantive issues - remain cognizant of what can be accomplished through by-law amendment & create a “Parking Lot” of related issues to be dealt with through other means & documents.

Objectives -

GNHR approved the following objectives for the review:

- Strengthen bicameral governance of the University
- Support & strengthen UOIT's collegial processes & atmosphere
- Support & strengthen communications between the Board of Governors & AC
- Increase faculty member engagement by improving the efficacy of AC & its Committees
- Improve the By-law's consistency with the *UOIT Act*
- Update the By-law to take advantage of new technology & clean up unclear and/or outdated language
- Ensure the By-law is compliant

d) Proposed Changes:

Structure:

From one by-law to two: The Working Group started with the AC section (Art. 8) of the By-law, which includes an updated membership of AC.

For ease of reference and in support of bicameral governance, the Working Group is recommending a new by-law structure to be comprised of two separate by-laws:

- **By-law Number 1** – being a by-law to regulate generally the affairs of the University
- **By-law Number 2** – being a by-law to govern the affairs of the Academic Council

By-law No. 1 Updated:

The Group has developed the attached By-law No. 1. The changes are generally non-substantive and fall into the following categories:

- Keeping same general structure as much as possible
- Removing duplications of Act provisions from by-law (e.g. Article 3)
- Removing procedural provisions - plan is to rely on existing or develop new policy instruments
- Identify gaps for procedure development (e.g. Articles 4.1, 4.5, 4.8(c))
- Ensure consistency between by-law & Act (e.g. Article 4.11(a))
- Reorganize where it makes sense to group like topics i.e. President to have role on all Committees – move to Committee section
- Ensure language in by-law consistent with that used in related policies and procedures.

Overview of Changes in By-law No. 1:

Definitions:

We have added definitions for “Administrative Staff” and “Teaching Staff” to provide additional clarity to the By-law.

We have also included definitions for “*In Camera*”, “Non-Public” and “Public” to be consistent with the Board of Governors Meeting Procedures.

Article 3:

Article 3.1 has been deleted in its entirety as it duplicates the Board composition set out in s.8(1) of the Act.

Article 3.3 – Elected Governors

The number of elected student governors is being reduced from two (one graduate and one undergraduate) to one (one position open to all full-time students) to be consistent with the university’s legislation. The *Act* establishes the number of employees and students at four. Currently, UOIT has two faculty, one staff, and two students. At the

June meeting of GNHR, the committee asked the Working Group to consider whether the number of student governors could remain at two.

The Working Group had an engaged discussion regarding the committee's feedback, including the implications of reducing the number of student representatives on the Board. The Working Group also discussed options available to continue having two student members on the Board.

The Working Group feels that having two faculty and one staff is appropriate and that it would not be appropriate to remove any of these positions in order to have two students. The Working Group also feels that while serving as a member of the Board does provide an opportunity for student engagement, there are other means of strengthening student engagement that would be consistent with the *UOIT Act*. The majority of the Working Group feels that it is not an option to choose not to comply with the UOIT legislation, which is consistent with the stated objectives of the review. Accordingly, the consensus of the Working Group is to recommend having only one student representative on the Board of Governors in order to comply with the *UOIT Act*. As part of the "parking lot" of items coming out of this By-Law review, one action will be exploring strategies that include more structured and diverse forms of engagement with students and other key stakeholders.

Former Article 4:

Former Article 4.1 dealing with the Chancellor has been deleted as it duplicates s.11 of the Act.

The provisions dealing with governor rotation and the requirement for a term to begin on the first day of September (former Article 4.3) have been removed in order to facilitate GNHR's succession planning and better manage the Board's membership in the event of mid-year vacancies arising.

The wording in former Article 4.5 has been updated to be consistent with the Act.

Former Articles 4.6 and 4.7 have been deleted due to duplication of the Act.

The provisions for vacating membership in new Articles 3.6 and 3.7 have been clarified and incorporate references to the applicable policy documents.

Former Article 4.11 has been deleted in its entirety, as it is inconsistent with the Act, which requires that vacancies be filled in a timely fashion in same manner and by same body as member whose membership is vacant was elected or appointed.

New Article 4 - Standard of Conduct

The Board's standard of conduct has been expanded upon in order to reflect Board policies and procedures that have since been implemented. Additional guidance has also been provided to assist governors in identifying potential conflicts of interest in Articles 4.2 - 4.6.

Article 5 - Officers

The authority of the Board to specify additional University officer roles in policy on the recommendation of the President is clarified in Article 5.1

Articles 5.2 - 5.4 have been deleted in their entirety as duplications of the Act and their procedural nature.

Former Article 5.5 has been updated to reflect the Board's current practice.

New Article 5.6 has been added to provide additional clarity regarding the role of the Board Secretary.

Article 6 - Meetings

The three-hour maximum time limit for Board meetings set out in Article 6.2 was considered by and discussed with the governance consultant. As part of a strategy to improve the efficiency of Board meetings and to make the most of governors' time, it was decided to leave this provision as is, with the option of extending the meeting time by way of motion.

Articles 6.4 to 6.6 have been updated to reflect the Board of Governors Meeting Policy and Procedures.

The Rules of Order in Article 6.11 have been changed to a condensed and simpler version, which is also consistent with the Rules of Order used by Academic Council. This will improve governance, as both bodies will be governing their meetings using the same rules. The Board retains the authority to adopt different Rules of Order.

Articles 6.16 has been added to reflect the practice of the Board and to provide Governors with additional options to participate in meetings. Article 6.17 provides the Board with an expedient option to deal with unanticipated matters and reflects common corporate practice.

Former Article 7

The Conflict of Interest provisions are now included under Article 4 – Standard of Conduct.

Former Article 8

This Article deals specifically with AC and has been deleted in its entirety, as By-law Number 2 is dedicated to AC.

New Article 7 – Committees

The amendments made in this article are generally clean-up changes. The general Committee Regulations set out in the former Article 9 have also been incorporated so that all general provisions governing Board committees are located in one Article.

Article 7.8 clarifies the process for agenda setting.

Former Article 11 – Senior Compensation Committee

This article was deleted to reflect the Board's current practice due to the province's executive compensation legislation.

New Article 13 – Protection of Governors

The language in the Article has been amended to limit its application to Governors and former Governors. Further, former subsection 17.3 dealing with Governor remuneration has been moved to Article 14 – Remuneration.

New Article 15 – Dispute Resolution

This Article has been added to govern disputes that may arise among Governors or committee members. It stipulates that the dispute shall be settled by arbitration and all proceedings shall be kept confidential.

New Article 16 – By-laws

This Article repeals By-law Number 1.

New Article 17 – Severability

This provides protection in the event that one of the Articles is found to be invalid or unenforceable as the remainder of the By-law will be interpreted as though that part is excluded.

BY-LAW NO. 2

By-law No. 2 will replace and expand upon Article 8 of the current By-Law. The same general principles apply:

- Remove duplication with the Act
- Remove procedural provisions
- Identify gaps for procedure development
- Ensure consistency between By-Law and Act
- Reorganize for clarity

The changes of note in By-law No. 2 are:

- Composition of AC
- Clear delegation of authority over AC process and procedures
- Clearer statement about matters on which AC will provide advice to Board and how the advice will be provided
- More clearly reflecting AC's role in quality processes and tying into existing quality processes

Overview of Changes in By-law No. 2:

Definitions:

We have incorporated the definitions from By-law No. 1 by reference. We have also included a definition for "Non-Public" to clarify that AC may hold non-public sessions, where necessary.

ARTICLE 1 – AUTHORITY AND DUTIES

Article 1.1: Sets out the delegated authority from the Board to AC and provides examples thereof.

Article 1.3: Sets out the matters on which the Board will consult with AC.

Article 1.4: Sets out the matters on which AC will make recommendations to the Board.

ARTICLE 2 - COMPOSITION

The proposed amendments to the composition of AC were presented in an update to AC in April 2017, as well as during a special consultation session on September 12 and AC meeting on September 19. The most significant changes to the composition (Articles 2.1 – 2.3) are:

- Size (overall increase from 38 to 50 – voting members from 36 to 49)
- Increase in number of elected faculty members (16 to 25)
- Increase in number of students (3 to 6)
- Addition of a governor as a voting member
- Removal of VP, External Relations
- Addition of academic administrator responsible for Student Life as a voting member
- Addition of the COU Academic Colleague as the only non-voting member

Rationale for Composition Changes:

- Broaden perspectives to further strengthen bicameral governance
- Majority of elected faculty members (25 elected faculty members to 24 other voting members) in response to issues raised by a working group of AC, and supportable because many other institutions have a similar balance

- Proportionate allocation of members among faculties (small faculties = 1 representative & large faculties = 3 representatives)
- At-large positions would cover faculty interest from smaller faculties

The initial proposed composition of AC contemplated removing the elected administrative staff member position. During the AC consultations in September, there was strong representation made by administrative staff and faculty members to continue to include an elected administrative staff member on AC in order to ensure a diversity of perspectives and in recognition of the key role administrative staff play in the academic mission and work. Benchmarking of senates/academic councils at other institutions showed that it is not uncommon for the membership of senates/academic councils to include a non-teaching staff member.

The Working Group and GNHR considered the feedback and decided to keep an elected administrative staff member position on Council. There was thoughtful discussion regarding how to implement the reinstatement of an elected administrative staff member into the AC composition while maintaining a majority of elected faculty representation. The following two options were presented for GNHR's consideration:

- 1) one of the proposed undergraduate student representative positions be non-voting; or
- 2) add an additional elected at-large faculty representative position.

After an engaged debate, GNHR supported adding an additional elected at-large faculty representative in order to further broaden the diversity of perspectives on AC and increase participation.

Other Working Group Discussions:

Voting Status:

The Working Group has debated a few of the proposed changes, namely the voting status of the University Librarian and governor, and whether to implement an associated reduction in the number of at-large faculty by two. The majority of the Working Group supports keeping the voting status of these members as it is for the following reasons:

- Although the University Librarian has not been previously categorized as an academic position at UOIT, the University Librarian plays an integral role in the academic mission of the institution – maintaining voting status would also allow for further evolution of the role.
- Maintaining voting status for the governor will ensure equal participation, encourage engagement, and strengthen bicameral governance.

AC was specifically asked for feedback on the voting status of these members and although the faculty members of the working group raised the issue, there was no support expressed for these members to have non-voting status. Benchmarking of senates at other institutions showed that it is not uncommon for the university librarian and a board member to be voting members of a senate/academic council.

Quorum:

Article 2.2: Section 1 of the Act defines “teaching staff”¹ very broadly. The intention of this Article is to clarify the definition of teaching staff for the limited purpose of determining quorum. The majority of the working group considered the Act’s definition in the context of the substantive roles and interests of these academic administrator positions and concluded that the most legally consistent and inclusive definition of a member of the University’s teaching staff includes these particular members of the academic community.

There has been considerable discussion by the Working Group regarding the quorum provision in Article 2.2, with a minority of the working group expressing concern about the possibility of achieving quorum in situations where few elected faculty members are in attendance at an AC meeting and the effect this might have on engagement and the validity/quality of the decisions made.

As a result of the discussion, the working group asked the Secretariat to review the attendance of AC meetings over the last several years and compare the attendance of Deans and elected faculty members. The Secretariat reported that generally there is not a significant difference between the number of elected faculty members absent compared to Deans over the last 4 years except during the month of June, where there is a pattern of a much larger number of elected faculty members not attending over the last several years.

The Secretariat also benchmarked the senate quorum provisions at other institutions and found that at other institutions few, if any, elected faculty members would be required to attend a senate meeting in order to achieve quorum (see attached).

The majority of the working group share the view that engagement of AC members would be better addressed through other means (e.g. a governance advisory group) than through a quorum provision. Further, agendas are circulated in advance so AC members are aware when significant matters will be considered at a particular meeting and are in a position to ensure that they make efforts to attend that meeting.

During the recent consultations with AC, the faculty members of the working group raised the issue with AC, and expressed to the AC members their dissatisfaction with the majority recommendation of the working group. They shared the view that “rank and file” faculty members are the only members who should be included in the definition of teaching staff. The impact of this proposal is that AC would achieve quorum only if more than half of the attendees were “rank and file” faculty members.

After being briefed and considering the issue, AC members expressed support for the broad definition of “teaching staff” for the purpose of determining quorum.

¹ “teaching staff” includes professors, associate professors, assistant professors, lecturers, associates, instructors, tutors and all others engaged in the work of teaching or giving instruction or in research at the university;

Article 2.5: Sets the term of students to 1 year with the option to renew for an additional year.

ARTICLE 3 – LEADERSHIP

Article 3.2: Clarifies AC's authority to select a member to act as temporary Chair of an AC meeting, as well as to determine the manner in which a temporary Chair will be selected.

ARTICLE 4 – MEETINGS

Confirms that meetings of AC and its committees are public, unless they meet the criteria set out in Article 4.3, in which case AC may hold a non-public meeting. Article 4 also sets out the limitations on attendance at meetings, as well as the Rules of Order that will apply and means of participation. Article 4.7 will allow AC to pass written resolutions, which will assist in improving efficiency of Council.

ARTICLE 5 - COMMUNICATIONS

In advancing the objective of strengthening bicameral governance, Article 5.1 provides for the appointment of a member of AC to provide regular reports to AC on the work of the Board and vice versa.

ARTICLE 6 – ACTIONS TAKEN ON BEHALF OF THE BOARD

Article 6 was updated to include the committees of Academic Council. There are no other substantive changes.

CONSULTATION:

Assumptions:

The By-laws are Board documents. They are also technical and legal in nature. As such, the focus of consultation has been on the governing bodies and senior leadership.

Consultation Process for By-law Nos. 1 & 2:

- SLT – March 27, 2017, June 5, 2017, Sept. 5, 2017
- GNHR – Sept 29, 2016, March 29, 2017, June 7, 2017
- PAC – April 20, 2016, May 18, 2017, June 15, 2017
- Board (update) – May 3, 2017, June 22, 2017
- AC – April 19, 2017, May 15, 2017, June 20, 2017, September 12, 2017, September 19, 2017

Legal Opinion:

The working group has had the benefit of governance advice and support from Louis Charpentier, former University Secretary for UofT. In addition, both By-law Nos. 1 and 2 have been reviewed by Robert Kligman of Cassels, Brock. Mr. Kligman has indicated

support for both By-laws. Most importantly, UOIT has an opinion from Mr. Kligman that By-law No. 2 represents an appropriate and defensible delegation of authority from the Board to Academic Council. This opinion is important because the *UOIT Act* creates Academic Council as an advisory body only and there is a question as to whether or not an advisory body can be delegated powers. Mr. Kligman has opined that the general powers of board delegation are such that the powers delegated to Academic Council under By-law No. 2 are appropriately delegated.

Approval:

GNHR – September 27 for deliberation & recommendation
Board – October 26 for approval

NEXT STEPS:

Upon Board approval, the new provisions of the By-laws will be implemented by September 2018.

In consultation with GNHR and the Academic Council Executive Committee, the Office of the University Secretary and General Counsel will develop governance plans flowing from the updated By-laws and the “parking lot” items identified during the By-law Review Project.

MOTION FOR CONSIDERATION:

Pursuant to the recommendations of the Board of Governors By-law Review Project Working Group and Governance, Nominations and Human Resources Committee, the Board of Governors hereby approves By-law Numbers 1 and 2, as presented, and to be implemented in September 2018.

SUPPORTING REFERENCE MATERIALS:

- comparison of updated By-law No. 1 to original By-law
- draft By-law No. 2
- Quorum Benchmarking Report



Item	1-3
Approved by UOIT BY-LAW 1	UOIT Board
<u>ARTICLE 1 - Interpretation</u>	<u>ARTICLE 9 - Execution of Documents</u>
<u>ARTICLE 2 - Head Office and Seal</u>	<u>ARTICLE 10 - Borrowing</u>
<u>ARTICLE 3 - Board Composition</u>	<u>ARTICLE 11 - Auditors</u>
<u>ARTICLE 4 - Standard of Conduct</u>	<u>ARTICLE 12 - Financial Matters</u>
<u>ARTICLE 5 - Officers</u>	<u>ARTICLE 13 - Protection of Governors</u>
<u>ARTICLE 6 - Meetings</u>	<u>ARTICLE 14 - Remuneration</u>
<u>ARTICLE 7 - Committees</u>	<u>ARTICLE 15 - Dispute Resolution</u>
<u>ARTICLE 8 - Executive Committee</u>	<u>ARTICLE 16 - By-laws</u>
	<u>ARTICLE 17 - Severability</u>
Date approved	June 2017

UOIT BY-LAW 2

(being a by-law to regulate generally the affairs of the ~~university~~University)

BE IT ENACTED AND IT IS HEREBY ENACTED as a by-law of the University as follows:

DEFINITIONS

In this By-law:

- a. ~~a.~~ "Act" means the *University of Ontario Institute of Technology Act, 2002*.
- b. ~~b.~~ "Administrative Staff" means full-time continuing and part-time continuing employees of the University who are not members of the Teaching Staff.
- ~~b-c.~~ "Board" means the Board of Governors of the University.
- ~~c-d.~~ ~~c.~~ "By-laws" means this by-law and any other by-laws of the University as they exist from time to time.
- ~~d-e.~~ ~~d.~~ "Chair" means the person elected or appointed to the position of chair of the Board.
- ~~e-f.~~ ~~e.~~ "Chancellor" means the person appointed by the Board, pursuant to s. 11 of the Act, to be the chancellor of the University.
- f. "College" means ~~The Durham College of Applied Arts and Technology.~~
- ~~f-g.~~ ~~g.~~ "Governor" means a member of the Board.
- h. "Officer of the Board" means ~~any duly elected or appointed officer of the Board, namely: the Chair, the Vice-Chair, the President, the Secretary, and such other officers as the Board may so designate from time to time.~~
- h. ~~i.~~ "In Camera" means a meeting, or a portion of a meeting, that includes Governors and only those individuals invited by the Board to attend, at which no motions are made and no minutes are recorded.
- i. "Non-Public" means a meeting that includes Governors and only those individuals invited by the Board to attend.
- ~~g-j.~~ "President" means the person appointed to be the president, chief executive officer and vice-chancellor of the University.
- k. ~~j.~~ "Public" means a meeting open to all individuals, both internal and external to the University.
- ~~h-l.~~ "Secretary" means the secretary of the Board, ~~who shall be a non-voting officer of the Board.~~
- ~~i-m.~~ ~~k.~~ "Student" means a student who is registered throughout the academic year as a full-time student in accordance with the academic regulations of the University.
- n. ~~i.~~ "Teaching Staff" means professors, associate professors, assistant professors, lecturers, associates, instructors, tutors and all others engaged in the work of teaching or giving instruction or in research at the University.
- ~~j-o.~~ "University" means the University of Ontario Institute of Technology.
- ~~k-p.~~ ~~m.~~ "University Officer" means any duly appointed officer of the University, ~~namely: the President and the Vice Presidents, and such other persons as may be~~ in accordance with Article 5.1, including "designated from time to time by executives" as defined in the ~~President~~Broader Public Sector Executive Compensation Act, 2014, as amended or replaced.
- ~~l-q.~~ ~~n.~~ "Vice-Chair" means the person elected or appointed to the position of vice-chair of the Board.
- ~~m-r.~~ ~~o.~~ "Vice-President" means a vice-president of the University.

In the event of a conflict between any provision of the Act and any provision of the By-laws, the provision of the Act prevails to the extent of the conflict.

ARTICLE 1 - INTERPRETATION

- 1.1 In all By-laws of the University, where the context so requires or permits, the singular shall include the plural and the plural shall include the singular, and the word "person" shall include firms and corporations.

- 1.2 In all By-laws and resolutions of the University, unless the context otherwise requires, words and expressions have the same meaning as defined in the Act.
- 1.3 References in all By-laws and resolutions of the Board to the Act shall, unless the context otherwise requires, mean and include that Act and any amendments thereto from time to time or any act that may hereafter be substituted therefor.
- 1.4 The marginal notes and headings in the body of this By-law do not form part hereof and are inserted for convenience of reference only.

ARTICLE 2 - HEAD OFFICE AND SEAL

2.1 Head Office

The head office of the University shall be in the City of Oshawa in the Regional Municipality of Durham in the Province of Ontario and at such place therein as the Board may from time to time determine.

2.2 Seal

The seal, an impression whereof is stamped in the margin hereof, shall be the corporate seal of the University. The Secretary shall be responsible for the custody of the seal and for maintaining a record of its use.

ARTICLE 3 -- BOARD COMPOSITION

- 3.1 ~~Pursuant to the Act, there shall be a Board, consisting of not more than 25 members, as follows:~~
 - a. ~~the President, by virtue of office;~~
 - b. ~~the Chancellor, by virtue of office;~~
 - c. ~~three members appointed by the Lieutenant Governor in Council;~~
 - d. ~~at least 12 and not more than 16 members, as determined by the Board from time to time, appointed by the Board, at least six of whom shall be members of the board of governors of the College but who are not employees or students of the College; and~~
 - e. ~~four members who are students or employees of the University and who are elected by the relevant constituencies of the University.~~

ARTICLE 4 QUALIFICATIONS AND TERMS

4.1 Chancellor

~~Subject to section 8.9(a)(iii) below, the Chancellor shall be appointed by the Board in such manner as it shall determine for an initial term of three years and the Chancellor may be re-appointed.~~

4.2 All Governors

In addition to other qualifications set forth in the Act or in the By-laws, all Governors appointed under paragraphs 3 or 4 of subsection 8(1) of the Act and Governors elected under paragraph 5 of that subsection shall will also meet the qualifications prescribed for directors of corporations without share capital under the *Corporations Act (Ontario)*, RSO 1990 (as amended or replaced) and other qualifications which may be prescribed by legislation for governors of a university in Ontario.

4.3.2 Appointed Governors

The Governors appointed pursuant to paragraphs ~~34~~ and ~~45~~ of subsection 8(1) of the Act shall be appointed in such manner as the Board will determine and shall retire in rotation so that normally one-

third of such governors will retire and be appointed in each year. ~~For the initial appointments of such Governors, approximately one-third of such Governors shall be appointed to hold office until August 31, 2003, approximately one-third of such Governors shall be appointed to hold office until August 31, 2004 and approximately one-third of such Governors shall be appointed to hold office until August 31, 2005. Thereafter~~Normally, the Governors appointed each year pursuant to paragraphs 3 and 4 of subsection 8(1) of the Act to fill the positions of those Governors whose term of office has expired shall be appointed for a term of not more than three years, the term beginning**begins** on the first day of September immediately following the appointment.

4.4

3.3 Elected Governors

In accordance with paragraph 5 of subsection 8(1) of the Act, four of the Governors shall be elected as follows:

- a. two shall be elected by and from ~~among~~ the full-time ~~"teaching staff" (as defined in the Act)~~Teaching Staff of the University;
- b. one shall be elected by and from ~~among~~ the ~~full-time staff~~Administrative Staff of the University ~~who are not "teaching staff";~~; and
- c. one shall be elected by and from ~~among~~ the Students.

~~4.5 Governors elected by and from among the employees of the University under paragraph 5 of subsection 8(1) of the Act~~3.4 The Board shall approve the rules and regulations governing the election of the Teaching and Administrative Staff. Teaching and Administrative Staff Governors shall be persons who, at the time of their election and during their term on the Board, are employed full-time by the University. The term of office of each such Governor shall be for not more than three years beginning on the first day of September immediately following the said election. Such a Governor shall be eligible for re-election subject to the (6-year) limitation contained in subsection 8(6) of the Act. Each such GovernorGovernors shall automatically cease to hold office if ~~he or she ceases~~they cease to be a full-time employeeemployees of the University.

~~The term of office of each Governor who is a Student shall be one year with the term beginning on the first day of September immediately following the election. Such a Governor shall be eligible for re-election subject to the (6-year) limitation contained in subsection 8(6) of the Act. Each such Governor shall automatically cease to hold office if he or she ceases to be a Student except that such a Governor whose term starts on September 1 in a year shall be entitled to serve a full one year term if that person continues to be a Student throughout the academic year.~~

~~Notwithstanding the foregoing, the term of office shall begin on September 1, 2003 for each Governor referred to in section 4.4 above who is elected for the academic year commencing on September 1, 2003.~~

3.5 The Board shall approve the rules and regulations governing the election of ~~such employees and Students.~~

4.6 Number of Years of Service

~~A person shall not be a Governor for more than six consecutive years. Any such Governor shall again be eligible for election after one year's absence from the Board.~~

4.7 Notice of Expiring Terms

~~Each year by January 31, the Secretary shall advise the Board in writing of the names of the Student Governors whose terms will expire. Student Governors shall be persons who, at the time of their election~~

and during the current year their term on the Board, are registered and in good standing. Such Governors shall automatically cease to hold office if they cease to be in good standing.

4-8-3.6 Membership Vacated

The membership of a Governor is vacated when:

- a. such Governor resigns or ceases to be eligible for appointment or election to the Board;
- b. such Governor becomes incapable of acting as a Governor and the Board declares such membership vacant; ~~or~~
- c. within any twelve month period, a ~~member-Governor~~ of the Board, other than an ex-officio ~~member-Governor~~ and a ~~member having Governor who has~~ been granted a leave of absence by the Board, is absent for four consecutive regular meetings of the Board, or attends less than 50 ~~percent~~ per cent of such regular meetings in any year from September 1 to August 31. In any such case, the Board may, by resolution, declare his or her membership vacant; ~~or~~

~~4.9 The~~ the Board ~~shall have the right,~~ in its sole and absolute discretion ~~to declare, rescinds a Governor's~~ Governor's membership ~~in on~~ the Board ~~vacant where on the basis that the Governor has not met the standard of conduct referred to set out herein or described in other applicable Board policies or agreements. In the event the Governor is serving as a Lieutenant Governor in section 4.12-Council (LGIC) appointee, the rescission will take effect on the date on which the LGIC approves the Board's request for rescission.~~

~~4.10-3.7~~ The Board's declaration that a Governor's membership ~~in on~~ the Board is vacated shall be made by a resolution of the Board carried by at least two-thirds of the votes cast by the Governors at a meeting of the Board ~~held. Such declaration may not less than 30 days be made until after the delivery of~~ written notice of the proposed declaration of the Board and the reasons therefor ~~have been delivered by ordinary mail to the address of~~ the Governor ~~as it appears~~ affected at such electronic or most recent address appearing in the records of the Board.

The resolution declaring the vacancy ~~in on~~ the Board shall be entered in the minutes of the Board and shall be conclusive evidence of the vacancy.

4.11 Filling Vacancies on the Board

~~Where a vacancy on the Board occurs before the term of membership for which that person had been appointed or elected has expired,~~

- ~~a. if the vacancy is that of an appointed Governor, the vacancy may be filled in a timely fashion by the same authority which appointed the person whose membership is vacant; and~~
- ~~b. if the vacancy is that of an elected Governor, the Board in its sole discretion shall determine if and when the vacancy is to be filled and, if so, the manner and procedure for doing so; and~~
- ~~c. a person appointed or elected hereunder shall hold membership for the remainder of the vacated term and the years of service in filling a vacancy shall be counted toward the maximum number of years of service referred to in section 4.6.~~

4.12 Standard of Conduct

~~Governors shall be expected:~~

ARTICLE 4 - STANDARD OF CONDUCT

4.1 Governors are fiduciaries of the University and are expected:

- a. to meet the requirements of the Act ~~and~~, the By-laws and applicable policies, including, without limitation, the standard of conduct prescribed in section 9(3) of the Act;
- b. to exercise their duties in the best interests of the University, consistent with its objects and mission, rather than in the interests of any other person, entity or constituency; ~~and~~
- c. to respect their duty of confidentiality with respect to Board matters ~~;~~ and
- d. to adhere to the Conflict of Interest requirements in this By-Law and in any applicable University policy, as approved by the Board from time to time.

4.2 Conflict of Interest

"Conflict of Interest" means a situation in which a person has a personal interest that conflicts, might conflict or may be perceived to conflict with the interests of the University. Conflicts of interest may arise in relation to personal matters including:

- a. directorships or other employment;
- b. interests in business enterprises or professional practices;
- c. share ownership;
- d. beneficial interests in trusts;
- e. existing professional or personal associations with the University; Professional associations or relationships with other organizations;
- f. personal associations with other groups or organizations, or
- g. personal or family relationships.

4.3 Governors who believe that they may have a Conflict of Interest shall:

- a. declare the nature and extent of the interest as soon as possible and no later than the meeting at which the matter is to be considered, and, if requested by the Board;
- b. refrain from taking part in any discussion or vote related to the matter; and/or
- c. withdraw from the meeting when the matter is being discussed.

4.4 A Student Governor or a Governor whose partner or relative is a Student, may take part in discussions and vote on all matters relating generally to the operations of the University, except for those matters which deal with the circumstances of the particular Student as an isolated issue, separate and apart from consideration of the other Students of the University.

4.5 A Teaching or Administrative Staff Governor or a Governor whose partner or relative is an employee of the University, may take part in discussions and vote on all matters relating generally to the operations of the University including, without limitation, issues concerning general conditions of employment for employees of the University, unless the discussion and voting deal with the circumstances of the particular employee as an isolated issue, separate and apart from consideration of the other employees of the University.

4.6 A Governor who has declared an interest in a contract or transaction, or a proposed contract or transaction, and who has not voted in respect thereof, shall not be accountable to the University, or its creditors, for any profit realized from the contract and the contract is not voidable by reason only of the Governor holding that office or of the fiduciary relationship established thereby.

ARTICLE 5 - OFFICERS**5.1 University Officers**

~~There shall be a The President and such other officers ("is hereby designated a University Officers") as the President may determine from time to time.~~

~~5.2 The Board shall appoint or remove the President and the President shall have the powers and duties prescribed by the Board from time to time pursuant to section 12 of the Act.~~

~~5.3 The President shall be a member of all Board Committees, whether standing, special or ad hoc.~~

~~5.4 Reporting of the Officer. Other University Officers may be designated by the Board or approved by the Board on the recommendation of the President.~~

~~All University Officers shall report to the President.~~

5.2 Election of Chair and Vice-Chair, Appointment of Officers of the Board

The Board shall elect annually a Chair and ~~at least one, and normally no more than two,~~ Vice-Chair~~Chairs~~ from among its ~~members~~Governors (the "external Governors") who were appointed pursuant to paragraphs 3 and 4 of subsection 8(1) of the Act.

5.6 5.3 Appointment of the Secretary and Other Officers of the Board

The Board shall appoint a Secretary and such other officers of the Board as the Board may determine from time to time by resolution.

5.7 4 Duties of Chair and Vice-Chair

The Chair shall preside at all meetings of the Board.

~~5.8 5~~ The Chair, together with the Secretary, shall sign all by-laws. During the absence or inability of the Chair, the duties and powers of the Chair may be exercised by the Vice-Chair, and if the Vice-Chair or such other external Governor as the Board may, from time to time, appoint for the purpose, exercises any such duty or power, the absence or inability of the Chair shall be presumed without reference thereto. The Chair shall be a member of all Board Committees, whether standing, special or ad hoc. In addition to other committee memberships, the Vice-Chair shall be a member of any presidential search committee.

5.6 Duties of Secretary

~~The Secretary shall: give notice of and attend all meetings of the Board and keep regular minutes of all the proceedings thereat; prepare and maintain a record of the current membership with their mailing addresses furnished by the Governors; use such means as he or she deems necessary to record the proceedings of the meetings of the Board; keep minutes of the proceedings of all committees of the Board; prepare all resolutions, reports or other papers which the Board may direct, and all copies which may be required of any such documents and papers; discharge such other duties as are prescribed by the By-laws of the University or as may be assigned by the Board or by the Chair thereof.~~

ARTICLE 6 - MEETINGS**6.1 Meetings of the Board**

Board meetings may be formally called by the Chair, the Vice-Chair or the President ~~or~~. Board meetings may also be called by the Secretary on the direction in writing of eight Governors. Notice of such meeting shall be given to the public by posting on one or more notice boards on campus and delivered, telephoned, or sent electronically to each Governor not less than seven days before the meeting is to take place in the case of regular meetings and not less than two days before the meeting is to take place in the case of special meetings. (In either case, the day of the meeting shall not be counted.) The written declaration of the Secretary or the Chair that notice has been given pursuant to the By-laws shall be sufficient and conclusive evidence of the giving of such notice. The Board may appoint a day or days in any month or months for regular meetings at an hour to be named and, in respect of such regular meetings, no notice need be sent. The Governors may consider or transact any business, either special or general, at any meeting of the Board provided that advance notice of any such special business is given in accordance with the policies and procedures approved by the Board.

No formal notice (except for the said notice to the public) of any such meeting shall be necessary if all of the Governors are present or if those absent have signified their consent to the meeting being held in their absence.

6.2 The ~~Chair, the President and the Secretary shall set the~~ agenda for each Board meeting ~~of~~ will be prepared by the Secretary in consultation with the Chair and the President and will be approved by the Board Chair. Each meeting of the Board ~~shall be terminated~~ will terminate after three hours from its commencement or on completion of the business before the Board at the meeting, whichever is earlier, unless the Board agrees to extend the time of termination beyond the three hour maximum by way of a motion passed by a simple majority of the Governors present.

6.3 Whenever, under the provisions of the By-laws, notice is required to be given to an individual, such notice may be given either personally or electronically (as provided above), or by depositing same in the post office or a public mail box, in a prepaid, sealed ~~wrapper~~ envelope addressed to the Governor ~~or officer at a home or business~~ the most recent address ~~as the same appears~~ recorded on the books of the University. A notice or other document so sent by mail shall be deemed to be ~~sent~~ received on the date which is two business days after the date when the same was deposited in a post office or public mail box as aforesaid or, if sent electronically, shall be deemed to be ~~sent~~ received on the ~~first business day after~~ it was transmitted or, if delivered, shall be deemed to be ~~given~~ received on the date of delivery. For the purpose of sending any notice, the address of any Governor ~~or officer shall~~ will be the ~~last~~ most recent address ~~as~~ recorded on the books of the University.

6.4 Subject to sections 6.5 and 6.6 hereof, ~~all regular~~ meetings of the Board ~~shall~~ will be ~~open to the Public in accordance with section 13 of the Act unless the meeting, or a part thereof, may be held in the absence of the public as observers and~~ specified in the Act and the related procedures, as approved by the Board from time to time.

6.5 The Board will conduct three types of meetings as part of the regular administration of the Board and its committees:

- Public;
- Non-Public; and
- In-Camera.

6.6 Attendance at Public meetings will be subject to space limitations and the provisions of the related procedures. No person shall be excluded ~~removed~~ from a meeting except for improper conduct as determined by the Chair.

~~6.5 Where a matter determined by the persons referred to in section 6.2, by the Board, or by the Executive Committee on behalf of the Board, is to be confidential is to be considered (including, without limitation,~~

Commented [LRC1]: Insert hyperlink.

~~legal and contractual matters), the part of the meeting concerning such confidential matter shall be held 'in camera'.~~

~~6.6 Where a matter of a personal nature concerning an individual may be considered at a meeting, the part of the meeting concerning such individual shall be held in camera unless such individual requests, and the Board agrees, that such part of the meeting be open to the public.~~

6.7 Errors in Notice

No error or omission in the giving of such notice for a meeting of the Board shall invalidate such meeting or invalidate or make void any proceeding taken or had at such meeting, and any Governor may, at any time, waive notice of such meeting and may ratify and approve of any or all proceedings taken or had thereat.

6.8 Voting

Except as otherwise provided in the By-laws, questions arising at any meeting of the Board shall be determined by a majority of votes, including the vote of the Chair and, in the case of equality of votes, the question shall be deemed ~~to be~~ defeated. All votes at any such meeting shall be taken by ballot if so demanded by any Governor present, but if no demand ~~be~~ made, the vote shall be taken in the usual way by assent or dissent. A declaration by the Chair that a resolution has been carried or defeated and an entry to that effect in the minutes shall be admissible in evidence as prima facie proof of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution.

6.9 Any Governor may abstain from casting a vote and may request that the abstention be recorded in the minutes of the meeting. ~~Governors may not vote by proxy and may only vote if they are attending the meeting in person or by teleconference.~~

6.10 Reconsideration

After any question has been decided, any Governor who voted thereon in the majority may move for a reconsideration of the question, but no discussion on the main question shall be allowed unless the matter is reconsidered and there shall be no reconsideration unless:

- a. notice of the motion to reconsider is given either at a meeting of the Board or in the same manner as notice of a regular meeting of the Board is given, and such notice to reconsider is in any event given at least two days before the meeting at which the motion to reconsider is to be presented; and
- b. two-thirds of the Governors attending such a meeting vote in favour of such reconsideration.

6.11 Rules of Order

Meetings of the Board and its committees ~~shall~~will be conducted respectfully, efficiently and with a view to reaching consensus in accordance with the values of the University. In case of controversy, ~~the conduct of~~ meetings of the Board and its Committees ~~shall~~will be conducted in accordance with "Procedures for Meetings Democratic Rules of Order by Francis and Organizations" by Kerr and King, Francis (9th edition), as amended or a similar text approved by the Chair and in general use ~~for~~replaced, or such meetings, ~~except where said other rules conflict with the By-laws of order most recently adopted by the Board and its committees.~~

6.12 Adjournments

Any meeting of the Board may be adjourned to any time and from time to time and such business may be transacted at such adjourned meeting as might have been transacted at the original meeting from which such adjournment took place. No notice shall be required of any such adjournment.

6.13 Such adjournment may be made notwithstanding that no quorum is present.

6.14 **Quorum**

A quorum of the Board consists of a majority of the Governors and that majority must include at least half of the Governors who are not the Student and employee Governors who were elected to the Board pursuant to paragraph 5 of subsection 8(1) of the Act.

6.15 **Place of Meeting ~~and Participation by Communications Facilities~~**

Unless otherwise directed by the Chair, all meetings of the Board shall be held on the campus of the University. ~~A member of the Board or of a committee of the Board may participate at such a meeting, whether open or in camera, by such teleconference facilities as permit all of the persons participating in the meeting to communicate with each other simultaneously and instantaneously, and a member participating in such a meeting by such means shall be deemed to be present at the meeting.~~

~~6.16~~ **6.16 Participation by Electronic Means**

If the University chooses to make available a telephone, electronic or other communication facility that permits all participants to communicate adequately with each other during a meeting of the Board, any person entitled to attend such meeting may participate in the meeting by means of such telephonic, electronic or other communication facility in the manner provided. A person participating in a meeting by such means is deemed to be present at the meeting. Notwithstanding any other provision of the By-laws, any Governor participating in a meeting of the Board pursuant to this Article who is entitled to vote at that meeting may vote by means of any telephonic, electronic or other communication facility that the University has made available for that purpose. No Governor shall be represented by proxy.

6.17 **Written Resolutions**

A resolution signed (electronically or otherwise) by all Governors entitled to vote is as valid and effective as if passed at a meeting of the Governors duly called, constituted and held for the purpose. Written resolutions may be signed in counterparts and such resolutions signed by one or more Governors entitled to vote and transmitted by facsimile, electronic mail, or other electronic means to the Secretary shall be deemed to be duly signed by such Governors.

6.18 **Books and Records**

The Secretary shall see that all necessary corporate books and records required by the By-laws or by any applicable statute or law are regularly and properly kept. A record of the proceedings of each meeting of the Board shall be kept in a book provided for that purpose and the minutes, or a précis thereof, of the previous meeting shall be submitted at the next meeting of the Board and, after adoption by the Board of the minutes, they shall be signed by the Chair and Secretary and such minutes shall be kept in the custody of the Secretary. Except where the Board exercises its powers by by-law or where it is otherwise herein provided, the action of the Board upon any matter coming before it shall be evidenced by resolution and the entry thereof in the minutes of the Board shall be prima facie evidence of the action taken.

ARTICLE 7 - CONFLICT OF INTEREST

7.1 ~~For the purposes of the By-laws,~~

- ~~a. two persons are partners if they have lived together for at least one year and have a close personal relationship that is of primary importance in both persons' lives; and~~
- ~~b. two persons are relatives if they are related by blood, marriage or adoption.~~

~~7.2 A member of the Board, or of a committee of the Board, who has an interest, directly or indirectly, in any contract, transaction, proposed contract or proposed transaction under consideration by the Board or such committee created by it shall:~~

- ~~a. declare the nature and extent of the interest as soon as possible and no later than the meeting at which the matter is to be considered;~~
- ~~b. refrain from taking part in any discussion or vote related to the matter; and~~
- ~~c. withdraw from the meeting when the matter is being discussed.~~

~~7.3 A member of the Board who is a student, or whose partner or relative is a student, may take part in discussions and vote on all matters relating generally to the operations of the University, except for those matters which deal with the circumstances of the particular student as an isolated issue, separate and apart from consideration of the other students of the University.~~

~~7.4 A member of the Board who is an employee of the University, or whose partner or relative is an employee of the University, may take part in discussions and vote on all matters relating generally to the operations of the University including, without limitation, issues concerning general conditions of employment for employees of the University, unless the discussion and voting deal with the circumstances of the particular employee as an isolated issue, separate and apart from consideration of the other employees of the University.~~

~~7.5 A member of the Board or of a committee created by it who has declared an interest in a contract or transaction or a proposed contract or transaction and who has not voted in respect thereof, shall not be accountable to the University, or its creditors, for any profit realized from the contract and the contract is not voidable by reason only of the member's holding that office or of the fiduciary relationship established thereby.~~

~~7.6 A member of the Board does not have a conflict of interest by virtue only of the fact that the member is also a member of the board of governors of the College and, despite section 7.2 above, any such member may take part in discussing and voting on issues before the Board of either the University or the College concerning the University or the College unless the discussion and voting deals with the circumstances of the particular member as an isolated issue, separate and apart from general matters affecting the University or the College.~~

~~ARTICLE 8 – ACADEMIC COUNCIL~~

~~Academic Council – Composition~~

~~8.1 Composition – General~~

~~As set out in Section 10 of the Act, the membership of the Academic Council consists of the President and such voting and non-voting members as provided for in the By-laws, so long as a majority of the voting members are members of the teaching staff of the University. Subject to sections 8.2 to 8.7 below, the detailed composition and duties of the Academic Council shall be established by a resolution of the Board.~~

~~8.2 Number of Members~~

~~Initially, the voting membership of the Academic Council shall be between 30 and 36 members.~~

~~8.3 Voting Members~~

- ~~a. The President, the Provost, the Dean of each academic school of the University, the University Registrar, the University Librarian, the Vice-President of Student Services, the Associate Provost, Research, the Associate Provost, Teaching and Learning, and the Dean of Graduate Studies shall be voting members. The Vice-President, Finance, shall be an ex-officio, non-voting member.~~

- b. ~~The Board may by resolution appoint members of the Board, including the Chancellor, as members of the Academic Council.~~
- e. ~~Teaching staff, other than those referred to in subsections (a) and (b) above, shall be elected by and from among the teaching staff of the academic schools of the University. At least one member shall be elected from each academic school. Beyond this minimum requirement, the relative numbers elected from each school will be in proportion to the relative sizes of the full-time equivalent teaching staff of such schools.~~
- d. ~~All teaching staff with appointments of 25% or greater (of a full-time equivalent) shall be eligible to vote and to be elected as members of the Academic Council.~~
- e. ~~Student and non-academic staff members of the Academic Council shall be elected by and from among their respective constituencies.~~
- f. ~~The Board, by resolution, may provide for voting membership on the Academic Council to be extended to persons who are not members of any of the teaching staff, the non-academic staff or the student body.~~

8.4 — Elections

- ~~— The Board shall determine, on recommendation of the Executive Committee and the President, the manner and rules for electing members of the Academic Council, including the establishment of constituencies and voting practices.~~

8.5 — Terms

- ~~— Elected or appointed non-student members of the Academic Council shall serve for three-year terms. Student members shall serve for two-year terms.~~

8.6 — Non-voting members

- ~~— The Board may, on recommendation of the President, appoint non-voting members of the Academic Council, either ex-officio or otherwise.~~

8.7 — Chair and Vice-Chair

- a. ~~As provided in subsection 10(2) of the Act, the President shall preside over the meetings of the Academic Council.~~
- b. ~~The Academic Council shall elect, in a manner to be specified by the Board, a Vice-Chair of the Academic Council.~~
- e. ~~If the President is unable to preside over a meeting of the Academic Council, the Vice-Chair shall act as chair. If both the President and the Vice-Chair are unable to preside over such a meeting, the Academic Council shall appoint one of its members to act temporarily as chair.~~

8.8 — Presidential Representatives

- a. ~~The Provost is the designate of the President with respect to the discharge of the President's responsibilities with respect to matters that may come before the Academic Council. The President may designate another University Officer to act in the absence of the Provost. Neither of such designated persons shall be entitled to act as chair of a meeting of the Academic Council without being so appointed under subsection 8.7(c) above.~~
- b. ~~The President may appoint the Provost or another University Officer as the Presidential Representative to committees of the Academic Council, for the purpose of assisting in the discharge of the President's responsibilities with respect to such committees.~~

~~Academic Council – Duties~~

~~8.9 – Advice to the Board~~

- ~~a. As provided in the Act, the Academic Council shall be consulted for its advice with respect to:~~
- ~~i. the mission, vision and values of the University;~~
 - ~~ii. the establishment of academic, research, service and institutional policies and plans, and Board decisions concerning their manner of implementation;~~
 - ~~iii. the appointment and removal of the Chancellor; and~~
 - ~~iv. other matters, as may be referred by the Board.~~
- ~~b. The Academic Council shall advise the Board on:~~
- ~~i. the establishment and termination of degree programs;~~
 - ~~ii. the establishment of faculties, schools, institutes and departments and of chairs and councils in any faculty, school, institute or department of the University;~~
 - ~~iii. the disestablishment of a faculty, school, institute or department; and~~
 - ~~iv. policies on the conduct of academic work, such as those concerning appointment, promotion, tenure, the conduct of research, and the ownership of intellectual property.~~
- ~~c. Matters falling under (b) above shall be considered by the Academic Council prior to their consideration by the Board.~~
- ~~d. All advice of the Academic Council shall be given by resolution and will be conveyed to the Board by the President. The Board shall take such advice into consideration prior to its determination of the matter. Normally, the Board will act on the advice of the Academic Council by either accepting it or referring it back for further consideration.~~

~~8.10 – Authority to Act~~

- ~~a. Subject to the general authority of the Board to plan, determine policies for and provide for the overall development of the University, including the Board's authority to approve strategic plans, budgets and expenditure plans, the Academic Council holds delegated authority from the Board to establish academic standards and curricular policies and procedures of the University and to regulate such standards, policies and procedures, including the powers:~~
- ~~i. to govern academic standards for admission of students to the University and for graduation;~~
 - ~~ii. to determine and regulate the contents and curricula of all courses of study;~~
 - ~~iii. to govern matters arising in connection with the award of fellowships, scholarships, medals, prizes, and other awards for academic achievement;~~
 - ~~iv. to provide for the conduct of examinations and the appointment of examiners;~~
 - ~~v. to provide for the hearing and determination of appeals by students from decisions with respect to their academic standing in a course or program of study; and~~
 - ~~vi. to authorize the conferring of degrees.~~
- ~~b. Subject to the approval of the Board, the Academic Council may appoint committees and authorize them to exercise its powers under this section 8.10. The Academic Council shall have the power to appoint other committees it deems advisable; such committees shall report to the Academic Council.~~

8.11 — Academic Council — Procedures

~~As provided in subsection 10(4) of the Act, a quorum of the Academic Council consists of a majority of its voting members, which majority must include at least half of the members who are members of the teaching staff.~~

~~8.12 — Subject to section 8.11, and with the approval of the Board, the Academic Council may establish rules for the conduct of its affairs.~~

8.13 — Communications

~~All communications to the Board on any subject coming properly within the duties and responsibilities of the Academic Council or a committee of the Board shall stand referred as of course to that body, which shall consider the matter under its rules and procedures and report its action or advice, if any, to the Board.~~

~~8.14 — Questions and comments from members of the Board that are or will be before the Board, the Academic Council or a committee of the Board shall stand referred as of course to the appropriate body and to the President, for reply or discussion at the time such matters are on the agenda of the relevant body.~~

— Actions by the Academic Council or Board Committees**8.15 — Authority to Act**

~~Subject to any limitations imposed by law or contract, the Board may, through the By-laws or by resolution, confer on the Academic Council or a committee of the Board authority to act on its behalf with respect to any matter or class of matters. In the case of Board committees, a majority of the voting members thereof must be members of the Board.~~

8.16 — Report of Action Taken

~~Subject to section 8.17, action taken by the Academic Council or a Board Committee under delegated authority, shall:~~

- ~~a. — be reported to the Board for information;~~
- ~~b. — have the same effect as a resolution passed by the Board; and~~
- ~~c. — have effect from the end of the meeting at which it was adopted.~~

8.17 — Review of Action Taken

- ~~a. — Where the Board, with respect to any matter or class of matters, has conferred on the Academic Council or a Board Committee authority to act on its behalf, and where, prior to the adoption by the decision-making body of a resolution to determine the matter, the Chair of the Board, the President (or the relevant Presidential Representative), the Chair of the body, or the body itself is of the opinion that the matter is major in significance with respect to the public or fiduciary responsibilities of the Board, the relevant individuals or body may require that the action of the body be submitted to the Board for confirmation.~~
- ~~b. — Where a matter is referred to the Board pursuant to subsection (a) of this section, the action taken by the body shall not have effect unless confirmed by the Board. If so confirmed, such action shall have the same effect as a resolution passed by the Board and shall have effect from the end of the Board meeting to which the matter was referred.~~
- ~~c. — Subsections (a) and (b) of this section do not apply to the actions taken by any committee established to make decisions on academic appeals or on cases of alleged academic or non-academic misconduct.~~

~~8.18~~ — Reconsideration

~~No matter decided by the Academic Council or by a committee of the Academic Council or of the Board or referred to the Board and confirmed by it under the provisions of section 8.17 may be considered again by the Board, the Academic Council or the committee within 12 months of the meeting at which the matter was decided or of the Board meeting at which the action was confirmed, unless a motion for reconsideration is carried by a two-thirds majority of the members of the Board, the Academic Council or the committee, as the case may be.~~

~~ARTICLE 9~~ — COMMITTEES**~~Committees of the Board~~ — General Provisions**

- ~~97.1~~ Subject to ~~the following sections 9~~subsections 7.2 to 97.9 and ~~Article 7.12 below to 7.22~~, the number of committees of the Board and their names, size, composition, duties and responsibilities shall be as determined from time to time by resolution of the Board.
- ~~97.2~~ There shall be an Executive Committee as provided in Article ~~108~~ below.
- ~~97.3~~ The majority of the members of all committees must be ~~members~~Governors of the Board, ~~subject to section 10.2 below~~.
- ~~97.4~~ The Chair and President shall be members of all Board Committees, whether standing, special or ad hoc.
- ~~7.5~~ The voting members of all committees shall be appointed by the Board.
- ~~9-57.6~~ The President may appoint a University Officer as the presidential representative to committees of the Board, except for the Executive Committee and any special or sub-committee thereof, for the purpose of assisting in the discharge of the President's responsibilities with respect to such committees. Such a presidential representative shall be a non-voting member of such committees during the term of any such appointment.
- ~~9-67.7~~ Each committee of the Board shall have a chair appointed by the Board. If the committee chair is not present at a meeting, the committee shall select another member of the committee to act as chair for that meeting.
- ~~7.8~~ The agenda for each Board committee meeting will be prepared by the Secretary in consultation with the committee chair and the appropriate member(s) of the University's administration as designated by the President, and will be approved by the committee chair.
- ~~7.9.7~~ **Other Committees**
- In addition to the Executive Committee, standing committees may be constituted by the Board as committees whose duties are normally continuous, and which may include in their membership one or more persons who are not Governors.
- ~~9-87.10~~ **Special and Ad Hoc Committees**
- Other committees constituted by the Board or by the standing committees shall be special or ad hoc committees, being those committees appointed for specific duties of a non-recurrent nature, and which may include in their membership one or more persons who are not Governors, subject to the proviso that the chair of the committee must be a Governor.
- ~~9-97.11~~ Unless specifically provided by the resolution by which it is constituted, each special or ad hoc committee shall automatically be dissolved on the date of the receipt of its final report by the Board or by the standing committee, as the case may be. Such committees may, at the discretion of the Board or the standing committee, as the case may be, be re-appointed with the same or different membership.

General Regulations

- 7.12 All members of committees, other than ex-officio members, serve at the pleasure of the Board. Vacancies occurring in the membership of a Board committee shall be filled by the Board at the next meeting of the Board after such vacancies occur, or as soon thereafter as may be convenient but, notwithstanding such vacancies, the remaining members of the committee shall have authority to exercise the full powers of the committee, providing that a quorum remains in office.
- 7.13 Meetings shall be held at the call of the chair of the committee, and shall be held at such places, or by teleconference, and at such times as the chair of the committee may determine. On the requisition of any three members of a committee, a meeting of such committee shall be called by the secretary of such committee. Notice of the time and place of every meeting shall be given to each member of the committee at least forty-eight (48) hours before the meeting. The means of delivery shall be either by:
- a. telephone or facsimile;
 - b. hand-delivered courier to the Governor's most recent address recorded in the books of the Board;
 - c. prepaid post to the Governor's most recent address recorded in the books of the Board; or
 - d. electronic mail.
- The notice need not specify the nature of the business to be transacted at such meeting. In exceptional circumstances, the committee chair may waive the time requirements for such notices.
- 7.14 A meeting may also be held at any time and at any place within the Province of Ontario without notice, if all the members of the committee consent thereto.
- 7.15 A resolution signed by all of the members of a committee shall have the same force and effect as if passed at a regularly constituted meeting.
- 7.16 Any omission in good faith to give notice to any Governor, or any inadvertent irregularity in connection with the giving of notice, shall not invalidate the proceedings of a meeting.
- 7.17 The chair of the committee shall preside at meetings. If the chair is absent, the members present shall appoint one of their number as acting chair to preside at the meeting.
- 7.18 Except where otherwise stated, quorum requires that half of the Committee members entitled to vote be present.
- 7.19 Each voting member of the committee present in person or by teleconference at a meeting shall be entitled to one vote.
- 7.20 All questions at a committee meeting shall be decided by a majority of the votes of the members present, including the vote of the chair. In the case of equality of votes, the motion will be declared defeated.
- 7.21 A record shall be kept of the proceedings of every meeting of each committee, and it is the responsibility of the chair of the committee to submit a report of such proceedings to the Board or the Executive Committee as soon as conveniently possible thereafter.
- 7.22 The secretary of a committee shall issue, or cause to be issued, notices of all meetings of such committee, when directed to do so.

ARTICLE 108 - EXECUTIVE COMMITTEE

- ~~108~~.1 The Board shall by resolution establish the size, composition, duties and responsibilities of the Executive Committee.

~~408.2~~ Unless changed by resolution of the Board, the Executive Committee shall be composed of the Chair and Vice-Chair(s) of the Board, the President and a maximum of four other ~~members of the Board~~ Governors who shall be appointed by the Board to serve on the Executive Committee.

~~408.3~~ The Executive Committee shall have the following duties and responsibilities:

- a. to exercise on behalf of the Board, between regular meetings of the Board, in circumstances where a matter cannot be delayed until the next regular meeting, and where a special meeting of the Board cannot be called, all the powers of the Board. The power of the Executive Committee to act for the Board is subject to prior delegation of powers from the Board to any other committee of the Board and to any specific directions given by the Board to the Executive Committee from time to time;
- b. to make recommendations to the Board on the results of any search undertaken for the appointment of the President whether that search is undertaken by the Executive Committee or by another committee chosen by the Board;
- c. to act as a committee to review, from time to time, the functioning of the governance system of the University; ~~and~~
- d. to exercise such of the powers of the Board as the Board may by resolution provide; ~~;~~

~~In matters relating to the appointment of the President, the incumbent President shall not participate as a member of the Executive Committee or any other such search committee.~~

~~10.4 — The Secretary of the Board shall be the secretary of the Executive Committee.~~

~~ARTICLE 11 – SENIOR COMPENSATION COMMITTEE~~

~~11.1 — There shall be a Senior Compensation Committee composed of the following members: the Chair of the Board, who shall chair the committee, the Vice Chair of the Board, the President, and a maximum of two other Governors (referred to in section 4.3 above) appointed by the Board. The elected Governors referred to in section 4.4 above shall not be eligible to serve on the Senior Compensation Committee.~~

~~11.2 — The Senior Compensation Committee shall have the following duties and responsibilities:~~

- ~~a~~e. to review and approve annually, on behalf of the Board, the performance of the President, to report to the Board annually with respect to such performance and to approve the compensation of the President and any changes thereto;
- ~~b~~f. to approve, on behalf of the Board, recommendations from the President concerning the compensation of University Officers ~~reporting directly to the President;~~ ~~and the compensation of the Secretary;~~ ~~and~~
- ~~c~~g. to approve the compensation of other individuals in positions which the Board may, by resolution on recommendation of the President, designate from time to time.

~~In matters relating to the appointment of the President, the incumbent President shall not participate as a member of the Executive Committee or any other such search committee.~~

~~ARTICLE 12 – COMMITTEES – GENERAL REGULATIONS~~

~~Every committee, unless otherwise specifically provided for in the By-laws or in the resolutions of the body by which it is constituted, shall be subject to the following general regulations:~~

~~12.1 — All members of committees, other than ex-officio members, shall serve at the pleasure of the Board. Vacancies occurring in the membership of a Board committee shall be filled by the Board at the next meeting of the Board after such vacancies occur, or as soon thereafter as may be convenient but,~~

~~notwithstanding such vacancies, the remaining members of the committee shall have authority to exercise the full powers of the committee, providing that a quorum remains in office.~~

- ~~12.2 Meetings shall be held at the call of the chair of the committee, and shall be held at such places, or by teleconference, and at such times as the chair of the committee may determine. On the requisition of any three members of a committee, a meeting of such committee shall be called by the secretary of such committee. Notice of the time and place of every meeting shall be given to each member of the committee at least forty eight (48) hours before the meeting. The means of delivery shall be either by:~~
- ~~a. telephone or facsimile;~~
 - ~~b. hand delivered courier to the member's address as it appears in the records of the Board;~~
 - ~~c. prepaid post to the member's address as it appears in the records of the Board; or~~
 - ~~d. electronic mail.~~

~~The notice need not specify the nature of the business to be transacted at such meeting. In exceptional circumstances, the committee chair may waive the time requirements for such notices.~~

- ~~12.3 A meeting may also be held at any time and at any place within the Province of Ontario without notice, if all the members of the committee consent thereto.~~
- ~~12.4 A resolution signed by all of the members of a committee shall have the same force and effect as if passed at a regularly constituted meeting.~~
- ~~12.5 Any omission in good faith to give notice to any member, or any inadvertent irregularity in connection with the giving of notice, shall not invalidate the proceedings of a meeting.~~
- ~~12.6 The chair of the committee shall preside at meetings. If the chair is absent, the members present shall appoint one of their number as acting chair to preside at the meeting.~~
- ~~12.7 Except where otherwise stated, a majority of the voting members of a committee shall constitute a quorum, provided that a quorum must include at least one Governor who is not an employee or a student of the University.~~
- ~~12.8 Each voting member of the committee present in person or by teleconference at a meeting shall be entitled to one vote.~~
- ~~12.9 All questions at a committee meeting shall be decided by a majority of the votes of the members present, including the vote of the Chair. In the case of equality of votes, the motion will be declared defeated.~~
- ~~12.10 A record shall be kept of the proceedings of every meeting of each committee, and it is the responsibility of the chair of the committee to submit a report of such proceedings to the Board or the Executive Committee as soon as conveniently possible thereafter.~~
- ~~12.11 The secretary of a committee shall issue, or cause to be issued, notices of all meetings of such committee, when directed to do so.~~

~~**ARTICLE 139 - EXECUTION OF DOCUMENTS**~~

~~**139.1 Execution of Documents**~~

~~Any two individuals holding the position of the Chair, Vice-Chair, President or Secretary or any person or persons from time to time designated by the Board, may execute any documents on behalf of and in the name of the University, may transfer any and all shares, bonds or other securities from time to time standing in the name of the University in its individual or any other capacity or as trustee or otherwise, and may accept, in the name and on behalf of the University, transfers of shares, bonds, or other~~

securities from time to time transferred to the University, and the Secretary or President of the University may affix the corporate seal to any such transfers or acceptances of transfer, and may make, execute, and deliver under the corporate seal, any and all instruments in writing necessary or proper for such purposes, including the appointment of an attorney or attorneys to make or accept transfers of shares, bonds or other securities on the books of any company or corporation.

~~139~~.2 Notwithstanding any provisions to the contrary contained in the By-laws, the Board may, at any time, by resolution direct the manner in which, and the persons by whom, any particular instrument, contract, or obligation of the University may or shall be executed.

~~139~~.3 **Cheques, Etc.**

All cheques, bills of exchange or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the University shall be signed by such officer or officers, agent or agents of the University, and in such manner as shall, from time to time, be determined by resolution of the Board and any one of such officers or agents may alone endorse notes and cheques for deposit with the University's bankers for the credit of the University, or the same may be endorsed "for collection" or "for deposit" with the bankers of the University by using the University's rubber stamp for the purpose. Any one of such officers or agents so appointed may arrange, settle, balance and certify all books and accounts between the University and the University's bankers and may receive all paid cheques and vouchers and sign all the bank's forms or settlement of balances and release or verification slips.

ARTICLE ~~1410~~ - BORROWING

~~1410~~.1 The Board is hereby authorized by resolution, from time to time, to:

- a. borrow money on the credit of the University in such amounts, on such terms and from such persons, firms, or corporations, including chartered banks, as may be determined by resolution of the Board;
- b. make, draw and endorse promissory notes or bills of exchange;
- c. hypothecate, pledge, charge or mortgage all or part of the property of the University to secure any money so borrowed or for the fulfilment of the obligations incurred by it under any promissory note or bill of exchange signed, made, drawn or endorsed by it; and
- d. issue bonds, debentures and obligations on such terms and conditions as the Board may, by resolution, decide and pledge or sell such bonds, debentures and obligations for such sums and at such prices as the Board may, by resolution, decide, and mortgage, charge, hypothecate or pledge all or any part of the property of the University to secure any such bonds, debentures and obligations.

~~1410~~.2 The Board may, by resolution, delegate to officers of the Board all or any powers necessary for the purposes of borrowing and giving security by the University to such extent and in such manner as the Board may determine.

ARTICLE ~~1511~~ - AUDITORS

~~15.1~~ The Board shall appoint one or more public accountants licensed under the Public Accountancy Act to hold office as the auditors of the University until a further appointment is made. The accounts, trust funds and transactions of the University shall be audited at least once per year.

ARTICLE ~~1612~~ - FINANCIAL MATTERS

~~1612~~.1 **Fiscal Year**

Unless otherwise ordered by the [responsible government](#) Ministry of Training, Colleges and Universities, the fiscal year of the University shall terminate on the 31st day of March in each year.

1612.2 Deposit of Securities for Safekeeping

The securities of the University shall be deposited for safekeeping with one or more bankers or other financial institutions to be selected by the Board. Any and all securities so deposited may be withdrawn, from time to time, only upon the written order of the University signed by such officer or officers, agent or agents of the University and in such manner as shall, from time to time, be determined by resolution of the Board and such authority may be general or confined to specific instances. The institutions which may be so selected as custodians by the Board shall be fully protected in acting in accordance with the directions of the Board and shall not be liable for the due application of the securities so withdrawn from deposit or the proceeds thereof.

ARTICLE 17 – INDEMNITIES¹³ – PROTECTION OF GOVERNORS**1713.1 Indemnities to Governors^{Indemnification}**

~~Except in respect of an action to procure a judgment in favour of the University, every member of (i) the Board or (ii) any committee of the Board, and every Officer of the Board, former Board member or Officer of the Board, or other person who has undertaken or is about to undertake any liability on behalf of the University~~ Every Governor or former Governor, and every person who acts or has acted at the request of the University as a director or officer of a body corporate in which the University directly or indirectly has a controlling interest, and that person's heirs, legal personal representatives, and the estate and effects of each of them respectively, shall ~~from time to time and at all times~~ be indemnified and held harmless out of the funds of the University from and against:

- a. all costs, charges and expenses whatsoever that such person sustains or incurs in or about any action, suit or proceeding which is brought, commenced or prosecuted against such person for or in respect of any act, deed, matter or thing whatsoever made, done or permitted by such person in or about the execution of the duties of that person's office or in respect of any such liability; and
- b. all other costs, charges and expenses that such person sustains or incurs in or about or in relation to the affairs thereof; except such costs, charges or expenses as are occasioned by that person's own wilful neglect or default.

1713.2 Protection of Governors

No Governor ~~or officer for the time being of the University or of the Board~~ shall be liable for the acts, receipts, neglects or defaults of any other Governor, or officer or employee, or for ~~joining in any receipt or act for conformity or for~~ any loss, damage or expense happening to the University, through the insufficiency or deficiency of title to any property acquired by the University or for or on behalf of the University, or for the insufficiency or deficiency of any security in or upon which any of the moneys of or belonging to the University shall be invested, or for any loss or damage arising from the bankruptcy, insolvency or tortious act of any person, firm or institution with whom any moneys, securities, or effects shall be lodged or deposited or for any other loss, damage or misfortune whatever which may happen in the execution of the duties of their respective offices or trusts, or in relation thereto, unless the same shall happen by or through their own wilful act or through their own wilful neglect or default.

1713.3 Insurance

Subject to the Act and all other relevant legislation, the University may purchase and maintain insurance for Governors against any liability incurred by any Governor in the capacity as Governor, except where the liability relates to the person's failure to act honestly and in good faith with a view to the best interests of the University.

ARTICLE 14 - REMUNERATION

14.1 ~~Governors shall serve without remuneration for acting as such but they shall be reimbursed for expenses incurred in connection with meetings of the Board or other business of the University.~~

14.2 Subject to compliance with Article ~~7 above~~4, if any Governor ~~or officer of the University~~ shall be employed by or shall perform services for the University otherwise than as a Governor ~~or officer~~ or shall be a member of a firm or a shareholder, director or officer of a company which is employed by or performs services for the University, the fact of the person being a Governor ~~or officer of the University~~ shall not disentitle such Governor or officer or such firm or company, as the case may be, from receiving proper remuneration for such services.

ARTICLE ~~18~~ - REMUNERATION¹⁵ - DISPUTE RESOLUTION

~~18.1~~ ~~The members of the Board shall serve without remuneration for acting as such but they shall be reimbursed for expenses incurred in connection with meetings of the Board or other business of the University.~~

~~If a dispute or controversy among Governors, committee members, or officers of the Board of the University arising out of or related to the Act or By-laws, or out of any aspect of the activities or affairs of the University is not resolved in private meetings between the parties, then such dispute or controversy shall be settled by a process of dispute resolution as follows to the exclusion of such persons instituting a law suit or legal action:~~

- ~~(a) the dispute shall be settled by arbitration before a single arbitrator, in accordance with the Arbitration Act, 1991 (Ontario), as amended or replaced, or as otherwise agreed upon by the parties to the dispute. All proceedings relating to arbitration shall be kept confidential, and there shall be no disclosure of any kind. The decision of the arbitrator shall be final and binding and shall not be subject to appeal on a question of fact, law or mixed fact and law; and~~
- ~~(b) all costs of the arbitrator shall be borne by such parties as may be determined by the arbitrator.~~

ARTICLE ~~19~~ - AMENDMENT¹⁶ - BY-LAWS

~~19.1-16.1~~ ~~All By-Laws of the University enacted prior to the date hereof are hereby repealed.~~

16.2 Notice of any motion that a By-law is to be presented, enacted, amended or repealed shall be sent to each Governor and postmarked ~~not~~ later than seven (7) days before the meeting at which the Notice of Motion is to be presented. The actual motion may only be acted upon at the meeting following the meeting at which the Notice of Motion is presented or a future meeting of the Board. A motion to enact, amend or repeal any by-law of the University shall not carry unless it receives the affirmative vote of at least two-thirds of the Governors present at the said meeting.

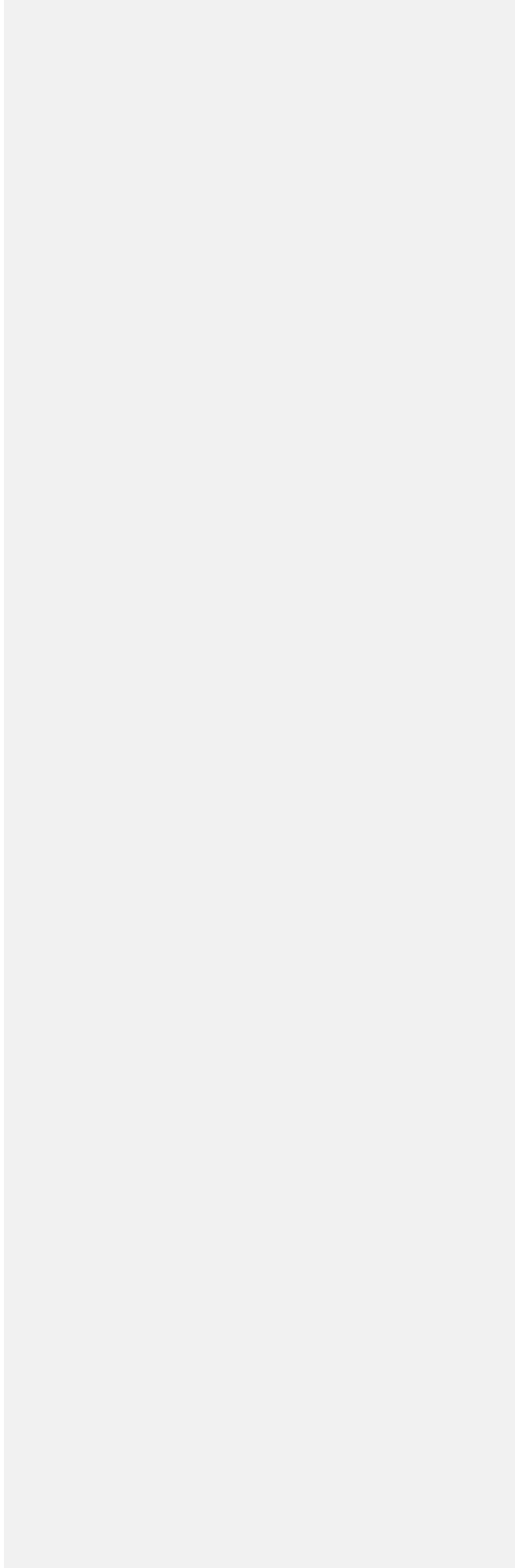
ARTICLE 17 - SEVERABILITY

If any part of this By-law is held to be invalid or unenforceable, the remainder of this By-law will be interpreted as if such part had not been included

ENACTED by the ~~board~~Board of ~~directors~~Governors on the ~~11th~~ day of ~~June, 2003~~, 2017.

President - ~~Gary Polonsky~~ _____ Tim McTiernan
University Secretary - ~~Cathy Pitcher~~ _____ Cheryl Foy

DRAFT



UOIT BY-LAW 2

[ARTICLE 1 – Authority and Duties](#)

[ARTICLE 2 - Composition](#)

[ARTICLE 3 - Leadership](#)

[ARTICLE 4 - Meetings](#)

[ARTICLE 5 - Communications](#)

[ARTICLE 6 – Actions Taken on Behalf of Board](#)

BY-LAW NUMBER 2 OF THE UNIVERSITY OF ONTARIO INSTITUTE OF TECHNOLOGY

(being a by-law to govern the affairs of the Academic Council)

BE IT ENACTED AND IT IS HEREBY ENACTED as a by-law of the University as follows:

DEFINITIONS

In this By-law:

- a. the definitions set out in By-law Number 1 are incorporated by reference into By-law Number 2.
- b. “Non-Public” means a meeting that includes members of Academic Council or a committee of Academic Council and only those individuals invited by the Chair of Academic Council or the Chair of a committee of the Academic Council to attend.

ARTICLE 1 – AUTHORITY AND DUTIES

1.1 Delegated Authority from the Board

Without limiting or otherwise constraining the statutory powers and duties of the Board and pursuant to section 5 and subsections 9(1)(i) and (n) of the Act, the Board hereby delegates to the Academic Council the authority to establish the academic standards and curricular policies and procedures of the University, and to regulate such standards, policies and procedures, including:

- a. any procedures necessary to effect the intent of this By-law, including but not limited to:
 - (i) the election of its members, including the establishment of constituencies and voting practices;
 - (ii) selection of a Vice-Chair;
 - (iii) selection of an acting Chair in the absence of the President; and
 - (iv) appointment procedures for its committee members.

- b. determining academic quality, which includes determining the contents and curricula of all programs and courses of study;
- c. governing the academic standards for:
 - (i) admission of students to the University;
 - (ii) academic integrity and professional suitability; and
 - (iii) graduation.
- d. governing matters arising in connection with the award of fellowships, scholarships, medals, prizes, and other awards for academic achievement;
- e. establishing and implementing general academic regulations;
- f. establishing and implementing academic and research policies except those that are organizational in nature and/or those implemented to fulfill legal compliance obligations;
- g. granting bachelor's degrees, master's degrees, doctoral degrees, honorary degrees and all other degrees, certificates, and diplomas in any and all branches of learning;
- h. providing for the convening and conduct of convocations;
- i. establishing a faculty council for each Faculty of the University, which will be responsible for the policies and procedures of the Faculty as set out by the Academic Council;
- j. appointing committees and working groups to provide investigative, informational or advisory services to Academic Council; and
- k. subject to any limitations imposed by law or contract, such other authority as the Board may, through by-law or resolution, confer on the Academic Council or a committee of the Academic Council to act on the Board's behalf with respect to any matter or class of matters.

1.2 The delegation of authority under Article 1.1 subsections (d), (e) and (h) fulfill the Board's duty to consult with the Academic Council set out in subsection 10(5) of the Act with respect to matters referred to in subsections 9(1)(b), (g) and (h) of the Act.

1.3 Consultation by the Board

In accordance with section 10(5) of the Act, the Academic Council will be consulted by the Board on the following matters:

- a. the mission, vision and values of the University;
- b. the establishment of service and institutional policies and plans, and academic and research policies and plans that are organizational in nature or those implemented to fulfill legal compliance obligations and the manner in which they are implemented; and

c. the appointment and removal of the Chancellor.

1.4 **Recommendations to the Board**

Academic Council will make recommendations to the Board on matters including:

- a. the establishment or termination of degree programs;
- b. the establishment of faculties, schools, institutes and departments;
- c. the establishment of chairs and councils in any faculty, school, institute or department;
- d. the establishment and terms of reference of committees to exercise the Academic Council's delegated authority under this Article; and
- e. such other matters as may be referred to it by the Board.

1.5 The duty of the Academic Council to make recommendations under Article 1.4 (b) and (c) fulfills the Board's duty to consult with the Academic Council set out in subsection 10(5) of the Act with respect to matters referred to in subsection 9(1)(f) of the Act.

1.6 All recommendations made by the Academic Council pursuant to Article 1.4 will be made by resolution and reported to the Board by the President. The Board will consider the recommendation(s) of the Academic Council during its deliberations on the matter. If the Board does not adopt a recommendation of Academic Council, the Board will communicate its reasons for the decision to the Academic Council through a report by the President.

ARTICLE 2 - COMPOSITION

2.1 *Ex-officio* Members

In accordance with section 10 of the Act, the Academic Council will be composed of the following *ex-officio* members:

- a. the Chancellor;
- b. the President;
- c. the Provost and Vice-President, Academic;
- d. the Dean of each Faculty and School of the University;
- e. the Registrar;
- f. the University Librarian;
- g. the senior administrator responsible for Student Life;
- h. the academic administrator responsible for Quality Enhancement;
- i. the academic administrator responsible for Research;
- j. a Governor; and
- k. the Council of Ontario Universities Academic Colleague (non-voting).

2.2 For the purpose of determining quorum, the following *ex-officio* members will be counted as Teaching Staff:

- a. the Provost and Vice-President, Academic;
- b. the Dean of each Faculty and School of the University;
- c. the academic administrator responsible for Quality Enhancement; and
- d. the academic administrator responsible for Research.

2.3 **Elected Members**

a. Faculty, elected from among full-time continuing Associate Deans, tenured and tenure-track faculty and teaching faculty, in the following numbers:

- (i) Faculty of Business and Information Technology – three (3)
- (ii) Faculty of Education – one (1)
- (iii) Faculty of Energy Systems and Nuclear Science – one (1)
- (iv) Faculty of Engineering and Applied Science – three (3)
- (v) Faculty of Health Sciences – three (3)
- (vi) Faculty of Science – three (3)
- (vii) Faculty of Social Science and Humanities – three (3)
- (viii) Faculty At-Large – eight (8)

b. Students, elected from among their respective constituencies, in the following numbers:

- (i) undergraduate – four (4)
- (ii) graduate – two (2)

c. one Administrative Staff member, elected from among the Administrative Staff.

2.4 **Elections**

The Academic Council will establish the rules and regulations governing the election of its members pursuant to Article 1.1(a)(i).

2.5 **Terms**

Elected faculty and Administrative Staff members will serve for three-year terms. Elected student members will serve for a one-year term, which is renewable for an additional year. The Academic Council will establish the eligibility requirements and procedures for the renewal of the student members pursuant to Article 1.1(a)(i).

ARTICLE 3 – LEADERSHIP

3.1 Chair

In accordance with subsection 10(3) of the Act, the President is the Chair of the Academic Council.

3.2 Temporary Chair

In the absence of the President, the Academic Council may select one of its members to act as temporary Chair of the meeting. The Academic Council will determine the manner in which the temporary Chair will be selected pursuant to Article 1.1(a)(iii).

ARTICLE 4 - MEETINGS

4.1 Subject to subsections 4.2, 4.3 and 4.4 of this Article, meetings of the Academic Council and its committees will be Public.

4.2 The Academic Council and its committees may conduct two (2) types of meetings as part of their regular administration:

- Public; and
- Non-Public.

4.3 Where the Academic Council or a committee of the Academic Council considers matters confidential to the University or of a personal nature concerning an individual, that part of the meeting concerning such matters will be Non-Public.

4.4 Attendance at Public meetings will be subject to space limitations and the provisions of the related procedures. No person will be removed from a meeting except for improper conduct as determined by the chair.

4.5 Meetings of the Academic Council and its committees will be conducted respectfully, efficiently and with a view to reaching consensus in accordance with the values of the University. In case of controversy, meetings of the Academic Council and its Committees will be conducted in accordance with *Democratic Rules of Order* by Francis and Francis (9th edition), as amended or replaced, or such other rules of order most recently adopted by the Academic Council and its committees.

4.6 Participation by Electronic Means

If the University chooses to make available a telephone, electronic or other communication facility that permits all participants to communicate adequately with each other during a meeting of the Academic Council or its committees, any person entitled to attend such meeting may participate in the meeting by means of such telephonic, electronic or other communication facility in the manner provided. A person participating in a meeting by such means is deemed to be present at the

meeting. Notwithstanding any other provision of the By-laws, any person participating in a meeting of the Academic Council or a committee of the Academic Council pursuant to this Article who is entitled to vote at that meeting may vote by means of any telephonic, electronic or other communication facility that the University has made available for that purpose. No member of the Academic Council or its committees will be represented by proxy.

4.7 **Written Resolutions**

A resolution signed (electronically or otherwise) by all members of the Academic Council or a committee of the Academic Council entitled to vote is as valid and effective as if passed at a meeting duly called, constituted and held for the purpose. Written resolutions may be signed in counterparts and such resolutions signed by one or more members entitled to vote and transmitted by facsimile, electronic mail, or other electronic means to the Secretary will be deemed to be duly signed by such members.

ARTICLE 5 - COMMUNICATIONS

- 5.1 Effective communications between the Academic Council and the Board are an integral aspect of collegial governance. Accordingly, the Academic Council will appoint one of its members who will deliver a report at every public meeting of the Board and Academic Council.

ARTICLE 6 – ACTIONS TAKEN ON BEHALF OF BOARD

6.1 **Report of Action Taken**

Subject to Article 6.2, action taken by the Academic Council or one of its committees under delegated authority will:

- a. be reported to the Board for information;
- b. have the same effect as a resolution passed by the Board; and
- c. have effect from the end of the meeting at which it was approved.

6.2 **Review of Action Taken**

- a. Where the Board, with respect to any matter or class of matters, has conferred on the Academic Council or a committee of the Academic Council (the “decision-making body”) the authority to act on behalf of the Board, and where, prior to the adoption by the decision-making body of a resolution to determine the matter, the Chair of the Board, the President (or the relevant presidential representative appointed pursuant to Article 7.6 of By-Law 1), the Chair of the decision-making body, or the decision-making body itself is of the opinion that the matter is major in significance with respect to the public or fiduciary responsibilities of the Board, the relevant individual or decision-making body may require that the matter

be submitted to the Board for confirmation.

- b. Where a matter is referred to the Board pursuant to paragraph (a) of this section, the action taken by the decision-making body will not have effect unless confirmed by the Board. If so confirmed, such action will have the same effect as a resolution passed by the Board and will have effect from the end of the Board meeting at which the matter was determined.
- c. Subsections (a) and (b) of this section do not apply to the actions taken by any committee established to make decisions on academic appeals or to cases of alleged academic or non-academic misconduct.

6.3 Reconsideration

No matter decided by the Academic Council, or by a committee of the Academic Council, or referred to the Board and confirmed by it under the provisions of Article 6.2, may be considered again by the Academic Council, the committee or the Board within 12 months of the meeting at which the matter was decided, or of the Board meeting at which the action was confirmed, unless a motion for reconsideration is carried by a two-thirds majority of the members of the Academic Council, the committee, or the Board, as the case may be.

ENACTED by the Board of Governors on the _____ day of _____ 2017.
 President - _____ Secretary - _____

DRAFT

UNIVERSITY	QUORUM REQUIREMENT	MEMBERSHIP BREAKDOWN	TOTAL MEMBERS	QUORUM	MINIMUM # OF FACULTY FOR QUORUM	# of BOARD MEMBERS ON SENATE
Brock	Oct - May = 1/2 of members June - Aug = 7 members	faculty = 38 <i>ex officio</i> = 22 other = 10	70	35	3	Chair = <i>ex officio</i> 2 other members
Guelph	1/3 members	faculty = 63 <i>ex officio</i> = 59 other = 41	163	55	0	2
Lakehead	1/3 voting members	faculty = 11 <i>ex officio</i> = 71 other = 14	96	32	0	1 & 1 senator elected to Board
Laurier	majority of all members	faculty = 38 <i>ex officio</i> = 21 other = 18	77	39	0	3
McMaster	Sept - June = 30 members July - Aug = 20 members	faculty = 31 <i>ex officio</i> = 16 other = 19	66	30	0	3
Queen's	1/3 full membership	faculty = 36 <i>ex officio</i> = 12 other = 20	68	23	0	0
Ryerson	Sept - June = 1/2 members July = 25 members	faculty = 33 <i>ex officio</i> = 21 other = 18	72	36	0	0
Trent	1/2 membership	faculty = 24 <i>ex officio</i> = 12 other = 11	47	24	1	1 official visitor (non-voting)
Waterloo	majority of members	faculty = 47 <i>ex officio</i> = 26 other = 20	93	47	1	Chair = <i>ex officio</i> 4 other Board members
Western	Sept - May = 1/2 voting members June - Aug = 25 voting members	faculty = 46 <i>ex officio</i> = 21 other = 36	103	52	0	2
Windsor	1/2 members	faculty = 44 <i>ex officio</i> = 23 other = 17	84	42	2	2
York	20% membership	faculty = 99 <i>ex officio</i> = 20 other = 48	167	33	0	Chair + 1 other = <i>ex officio</i> 2 senators appointed to Board



BOARD REPORT

Non-Public:
 Public:

Action Required:

Discussion
 Decision

DATE: October 26, 2017

TO: Board of Governors

FROM: Karyn Brearley, Chair of Governance, Nominations & Human Resources Committee

SUBJECT: Amendment to the UOIT Pension Plan

A. Purpose

To obtain the Board's approval of the proposed amendment to the University's Defined Contribution Pension Plan (DCPP).

B. Background/Context

As a result of a change under the *All Families Are Equal Act, (Parentage and Related Registrations Statute Law Amendment)*, 2016, S.O. 2016, c. 23 - Bill 28, an amendment to the definition of "spouse" in the *Pension Benefits Act*, R.S.O. 1990, c. P.8 (PBA) came into effect on January 1, 2017. The PBA now defines "spouse" as:

"spouse" means, except where otherwise indicated in this Act, either of two persons who,

- (a) are married to each other, or
- (b) are not married to each other and are living together in a conjugal relationship,
 - (i) continuously for a period of not less than three years, or
 - (ii) in a relationship of some permanence, if they are the parents of a child as set out in section 4 of the Children's Law Reform Act; ("conjugal")

All plan sponsors in Ontario are required to administer their pension plans as if this amendment has already been made to their respective documents.

Accordingly, the Senior Administration Sub-Committee of the Pension & Benefits Committee is recommending the following amendment to section 2.19 of the DCPP:

“Spouse” means a person of the same or opposite sex to the Member from whom the Member is not living separate and apart and to whom the Member is:

- (a) legally married; or
- (b) not legally married but with whom the Member has been living in a conjugal relationship,
 - (i) continuously for a period of not less than three years; or
 - (ii) in a relationship of some permanence, and who, with the Member, is the natural or adoptive parent of a child, as defined in the *Family Law Act* (Ontario). if they are the parents of a child as set out in section 4 of the *Children’s Law Reform Act*.**

C. Motion for Consideration

Pursuant to the recommendation of the Governance, Nominations and Human Resources Committee, the Board of Governors hereby approves the attached resolution regarding the amendment to the DCP, as presented.

**Resolution of the Board of Governors of
the University of Ontario Institute of Technology**

WHEREAS the University of Ontario Institute of Technology (the “University”) established the University of Ontario Institute of Technology Pension Plan (the “Plan”), registration number 1087808;

AND WHEREAS the University has reserved the right to amend the Plan pursuant to Section 9.01 of the Plan;

AND WHEREAS the definition of “Spouse” in Section 1 of the *Pension Benefits Act*, R.S.O. 1990, c. P.8 (PBA) was amended effective January 1, 2017;

AND WHEREAS the University is amending the definition of “Spouse” in section 2.19 of the Plan, as attached, to comply with the change of definition in the PBA;

AND WHEREAS the Governance, Nominations and Human Resources Committee has reviewed and recommended the amended definition of “Spouse” in the Plan;

NOW THEREFORE BE IT RESOLVED THAT, effective October 26, 2017:

1. Pursuant to the recommendation of the Governance, Nominations and Human Resources Committee, the Board of Governors approves the amended Plan, as presented.
2. The Chief Financial Officer of the University is authorized to sign and file all related documents with the applicable federal and provincial regulatory authorities, including the making of any further Plan amendments as may be necessary or required to obtain and maintain such federal and provincial registrations.

DATED the ____ day of _____, 2017.

University of Ontario Institute of Technology

Authorized Signature

Name and Title



**BOARD OF GOVERNORS
AUDIT & FINANCE COMMITTEE**

**MINUTES OF THE MEETING OF JUNE 12, 2017
PUBLIC SESSION**

Attendees: Nigel Allen (Acting Chair), Doug Allingham, Jeremy Bradbury, Adele Imrie, Tim McTiernan, Dietmar Reiner, Mary Simpson

Staff: Robert Bailey, Becky Dinwoodie, Craig Elliott, Brad MacIsaac, Susan McGovern, Pamela Onsiong

Regrets: Miles Goacher

Guests: Marie Polgar-Matthews (PSAC 555), Mikael Eklund

1. Call to Order

The Chair called the meeting to order at 4:06 p.m.

2. Agenda

Upon a motion duly made by T. McTiernan and seconded by M. Simpson, the Agenda was approved as presented.

3. Conflict of Interest Declaration

There were no conflict of interest declarations.

4. Approval of Minutes of Meeting of April 19, 2017

Upon a motion duly made by A. Imrie and seconded by D. Reiner, the Minutes were approved, as presented.

5. Chair's Remarks

N. Allen chaired the meeting in M. Goacher's absence. He kept his remarks brief.

6. SIRC Building Construction Project

C. Elliott provided an update on the progress of the SIRC building construction. The carpeting has been installed on the first floor and the gas, power, water, phone lines are completed. The elevator is expected to be done by the end of the month. All of the trailers are gone and EllisDon moved into offices on the third floor of the building. The project continues to be on schedule and on budget. C. Elliott responded to questions from the committee. There was a discussion regarding using funds out of the contingency funds to pay for the power-assisted doors. C. Elliott confirmed there were no safety incidents to report.

7. Finance

7.1 Fourth Quarter Report

P. Onsiong reviewed the fourth quarter financial report. She noted that the metrics are better than last year's. The university has a healthy cash position. The RBC \$1.1M GIC matures today and will be reinvested in another GIC. They also expect to be able to invest a portion of the 30-day cashable GIC in a longer term GIC, keeping in mind the needs for SIRC.

P. Onsiong also reviewed the long-term forecast. This model takes into account the new funding formula. The grant level will remain constant for the next 3 years based on 2016-17 funding. The forecast will also be updated to reflect recent enrolment projections. P. Onsiong answered questions from the committee.

7.2 2017-2019 Tuition & Ancillary Fees Amendments

R. Bailey presented the tuition report and provided background to the proposed tuition fees for the new graduate diploma in Work Disability Prevention. He responded to questions from the committee.

Upon a motion duly made by A. Imrie and seconded by T. McTiernan, the Audit and Finance Committee recommended the 2017-2019 tuition fees for the graduate diploma in Work Disability Prevention, as presented, for approval by the Board of Governors.

8. Investment Committee Oversight

8.1 Investment Committee Quarterly Report

N. Allen provided an update from the Investment Committee. He reported on the educational session on Diversified Growth Funds (DGF) given at the last meeting. He advised that DGF are a relatively new product in Canada and as the Investment Committee learns more, they will update the Audit and Finance Committee. Essentially, DGF are a way of reducing risk while preserving gains.

9. Compliance & Policy

9.1 University Risk Management

C. Foy reported on the goals and objectives of 2016-2017. She will be preparing a final written report that will be presented to the Board at its last meeting. She confirmed that the goal is for risk management to be integrated into decision-making processes. Some institutional and planning bodies will be assuming responsibility for some risks. There are now fewer operational risks and local risk registers have been simplified. Risks identified last year were used to inform the budget process this year. The risk management website has been updated and is now live. Risk metrics will be coming back to the Audit and Finance Committee for finalization. The Risk Management Committee is looking to focus on strategic risks, as well as foundational risks. The university continues to move the yardstick forward and is making good progress on risk.

9.2 Annual Policy Review & Compliance Update

C. Foy presented the Annual Policy Review and Compliance Update. They have completed the transition of the administrative code into a policy library, which is searchable in five different ways and more user-friendly. She discussed the online consultation tool available to the community to provide comments on policies. The plan is to conduct a review of the policy framework in the upcoming year.

While presenting the summary of FIPPA Compliance for 2016-2017, she noted an increase in access requests to general records. She also advised that the Policy & Compliance Advisor has reduced the number of education sessions delivered due to resource limitations this year. She discussed the focus for privacy compliance for 2017-2018.

C. Foy informed the committee that a single person is responsible for records management at the university. N. O'Halloran is working with departments to get rid of paper documents, as well as electronic records. She identified the records management priorities for 2017-18.

The university purchased software several years ago with the goal of developing a central database of contracts. A total of 1251 contracts/policies have been entered into the database and C. Foy provided a breakdown of the types of contracts in the database. They will also look at expanding the functionality of the system.

10. Other Business

There was no other business.

11. Termination

There being no other business, upon a motion duly made by J. Bradbury and seconded by T. McTiernan, the meeting terminated at 4:45 p.m.

Becky Dinwoodie, Secretary

Public Session Minutes for the Meeting of June 7, 2017

Attendees: Karyn Brearley (Chair), Andrew Elrick, Francis Garwe, Adele Imrie, Tim McTiernan

Staff: Robert Bailey, Becky Dinwoodie, Craig Elliott, Douglas Holdway, Susan McGovern

Regrets: Jay Lefton, Mike Snow

Guests : Mike Eklund

1. Call to Order

The Chair called the meeting to order at 12:20 p.m.

2. Agenda

The Chair proposed deferring agenda item 7(a) – By-law Review Project until the fall to allow for additional consultation.

Upon a motion duly made by A. Imrie and seconded by F. Garwe, the Agenda was approved as amended.

3. Conflict of Interest Declaration

There were no conflict of interest declarations.

4. Approval of Minutes of the Meeting of March 29, 2017

Upon a motion duly made by A. Imrie and seconded by T. McTiernan, the minutes were approved as presented.

5. Chair's Remarks

The Chair noted that there are a number of important topics on the agenda. She added that the draft of By-law Number 1 will be deferred until the fall to allow for further comment.

6. President's Remarks

The President expressed his excitement at the upcoming convocation ceremonies. He is looking forward to seeing the graduates' faces shining with a sense of accomplishment.

The Board will be receiving a briefing from the Ministry at the AGM regarding the focus and expectations for the university's next Strategic Mandate Agreement (SMA). The university will also be engaging in discussions with the Ministry on the first draft of the SMA, including enrolment targets.

7. Governance

7.1 By-Law Review Project

Deferred.

7.2 Annual Board Practices Assessment 2016-2017

The Chair introduced the Annual Board Practices Assessment results. She noted that a substantive review had been completed earlier in the year and the updated assessment form was used. This year's assessment was conducted through e-mail instead of the online polling format and the Chair was pleased with the high participation rate.

The Chair commented on the variety of successes identified by the Board. Many governors' responses were well flushed out and it was clear that a lot of thought was put into the comments.

B. Dinwoodie walked through the summary of responses and noted the general themes. The concerns expressed about the time commitment and volume of meeting material will be included on the committee's work plan for the following year.

7.3 Policy - Student Sexual Violence Policy Review

R. Bailey presented the report on the proposed amendments to the Student Sexual Violence Policy to the committee. He reviewed the background to the ongoing review of the Student Sexual Violence Policy and discussed the proposed substantive changes to the policy.

R. Bailey invited M. Bowman to address the committee. M. Bowman sought GNHR's direction on whether the comments relating to sections 4 and 5 of the attached amended policy should be incorporated into the document. The Committee supported making those changes and also suggested removing the parentheses from the proposed change to section 4. These changes reflect feedback from the student community. M. Bowman reviewed several of the other changes resulting from community feedback. The policy is intended to reassure students that all disclosures and reports will be taken seriously.

Upon a motion duly made by A. Imrie and seconded by T. McTiernan, the Governance, Nominations and Human Resources Committee recommended the Policy on Sexual Violence for Students and Procedures for Responding to Incidents of Sexual Violence, as amended, for approval by the Board of Governors.

8. Consent Agenda:

Upon a motion duly made by T. McTiernan and seconded by A. Elrick, the committee approved the following items on the Consent Agenda:

8.1 Board Schedule 2017-2018

8.2 Pension Plan Amendment

9. Other Business

10. Termination

There being no other business, upon a motion duly made by T. McTiernan and seconded by A. Imrie, the meeting terminated at 12:45 p.m.

Becky Dinwoodie, Secretary

DRAFT

**Public Session Minutes for the Meeting of May 24, 2017
10:40 a.m. to 11:50 a.m., ERC 3023**

Attendees: Nigel Allen (Chair), Adele Imrie (*via teleconference*), Tim McTiernan, Tyler Turecki

Staff: Becky Dinwoodie, Craig Elliott, Cheryl Foy, Doug Holdway, Sue McGovern

Guests: Stephen Pitts and Peter Dawkins from PH&N

Regrets: Miles Goacher, John Speers

1. Call to Order

The Chair called the meeting to order at 10:44 a.m.

2. Agenda

Upon a motion duly made by T. Turecki and seconded by T. McTiernan, the Agenda was approved as presented.

3. Conflict of Interest Declaration

There was none.

4. Chair's Remarks

The Chair kept his remarks brief. He welcomed S. Pitts and P. Dawkins from PH&N and expressed that he was looking forward to the learning session.

5. Approval of Minutes of the Meeting of February 15, 2017

Upon a motion duly made by T. Turecki and seconded by T. McTiernan, the minutes were approved as presented.

6. Investment Review

6.1 Fourth Quarter Investment Review

P. Dawkins presented the fourth quarter report and the investment returns of the portfolio, in particular. The portfolio has had a strong performance since inception. He confirmed that the portfolio is slightly overweight on global equities and emerging markets equities.

7. Investment Learning – Diversified Growth Funds

P. Dawkins discussed changes in the investment environment over time. He advised that investors must work much harder today to achieve the same rate of return as they did in 1995. A more diversified portfolio requires more education and expertise to understand the asset classes available. Investment managers have an array of risk management strategies from which to choose.

What is a Diversified Growth Fund?

Diversified Growth Funds (DGF):

- look to deliver equity-like returns with less risk
- have capital appreciation & an income side
- are not a tactical asset allocation vehicle
- focus on long-term perspective with risk management
- are the evolution of a “balanced fund”

P. Dawkins reviewed the evolution of the DGF, as well as the sub-classes of DGF strategies:

- a) diversified beta;
- b) dynamic; and
- c) diversified inflation.

He also presented an example of an asset allocation snap shot in a leading dynamic DGF. Primarily pensions are using them. P. Dawkins walked through examples of a Diversified Beta Fund and a Dynamic DGF portfolio. He also compared the performance of a baseline equity portfolio with that of a diversified beta fund. The Diversified Beta Fund declined by less over time. P. Dawkins clarified how the simulation was developed. There is pronounced volatility reduction and less risk but at a slightly reduced return.

Considerations for Investors

Benchmarking is important to help understand a portfolio’s performance and evaluate the investment manager. It is difficult to benchmark a DGF, as there is a lack of performance history for these types of funds. Also, investing in DGFs would look different from other institutions.

Summary of Value Proposition of DGF:

- multi-asset, multi-strategy approach
- potential to reduce downside risk
- simplifying governance of the investments

PH&N is currently investigating the structure. It is more of an institutional product. PH&N is unable to advise as to how fees would compare since they do not yet provide the product. The management structure of DGFs also varies. There was a discussion regarding the advantages of a DGF strategy for UOIT. Fees would be a big component in deciding whether the University should use this as a strategy.

8. PH&N Investor Seminar – March 13, 2017

C. Elliott reported on his attendance at the PH&N Investor Seminar in March. The four main topics discussed at the seminar were:

- a) Making Sense of Macroeconomic Uncertainty;
- b) The Liquidity Risk Premium
- c) Diversified Growth Funds – “Winning Without Losing”; and
- d) ESG: A Source of Alpha and Reduced Risk – how PH&N uses ESG as a strategy to engage companies, use of proxy voting.

He informed the Committee that the seminar was helpful and well attended.

9. Other Business

There was none.

10. Termination

There being no other business, upon a motion duly made by T. McTiernan and seconded by T. Turecki, the meeting terminated at 11:19 a.m.

Becky Dinwoodie, Secretary



**BOARD OF GOVERNORS
Strategy & Planning Committee**

Minutes for the Public Meeting of Wednesday, May 17, 2017

Attendees: Valarie Wafer, Don Duval (*via teleconference*), Adele Imrie, Tim McTiernan, John McKinley, Ololade Sanusi, Bonnie Schmidt (*via teleconference*), Mary Steele, Shirley Van Nuland

Staff: Robert Bailey, Becky Dinwoodie, Craig Elliott, Douglas Holdway, Brad MacIsaac, Susan McGovern

Regrets: John Speers

Guests: Denise Martins (Faculty Association)

1. Call to Order

The Chair called the meeting to order at 2:02 p.m.

2. Agenda

Upon a motion duly made by D. Duval and seconded by S. Van Nuland, the Agenda was approved as presented.

3. Conflict of Interest Declaration

There were no conflict of interest declarations.

4. Chair's Remarks

The Chair invited the guest to introduce herself. She welcomed everyone to the last meeting of the year and noted it was a busy year for the committee.

5. Approval of Minutes of the Meeting of March 22, 2017

Upon a motion duly made by T. McTiernan and seconded by A. Imrie, the Minutes were approved as presented.

6. President's Remarks

- **SMA**
- **COU/UC Strategic Initiatives**

The second round of discussions regarding the next Strategic Mandate Agreement (SMA) would be taking place with the Ministry negotiator over the next few weeks.

The President reported on the recent meeting of the Universities Canada (UC) Standing Committee on Education. He had an excellent conversation with the National Chief of the Assembly of First Nations, Perry Bellegarde, on how universities can indigenize activities and support Indigenous students. The President also discussed a presentation given to UC by the Executive Director of Magnet. Magnet is an initiative coming out of Ryerson, which provides a platform that matches job opportunities with skills as opposed to resumes.

7. Standard & Strategic Performance Indicators

R. Bailey summarized the main points set out in the Key Performance Indicators report. He responded to questions from the committee. He was asked to consider whether the report can be updated to include longer-term objectives. He was also asked whether the metrics are still appropriate in light of the updated Strategic Plan. R. Bailey responded that other metrics would likely be helpful given the implementation of the new Strategic Plan, the next SMA, and a new Research Strategy. The next SMA will include university-wide metrics, as well as Faculty-specific metrics. Additional information would help the Board understand how well the university is doing. R. Bailey also stressed that these are internal metrics and not intended to be compared against other institutions. There was also a brief discussion regarding the definition of “experiential learning”.

8. Programs

R. Bailey delivered a presentation entitled “Programs and Quality Enhancement”. He noted that since 2011-2012, the university has closed 2 programs and 12 specializations. Closing programs is something that institutions are typically not good at doing.

He advised that pathways enrolments are growing. There was a discussion regarding the reason for the dip in 2014. The university is developing strategies to address the slight decrease in retention in pathways programs, such as students completing courses at Durham College to bolster their success strategies for university.

R. Bailey also provided an update on Continuing Education (example of professional development for OPG employees). The university offers a wide variety of continuing education programs, some of which are good alternative revenue sources while others are geared towards community engagement. R. Bailey advised there is opportunity for growth.

R. Bailey discussed the program review process. He clarified that a review includes both an internal and external component. Reviews present an opportunity to improve programs. He also reported on the trends emerging from the program reviews. There was a discussion regarding how risks identified in program reviews are addressed during budget planning.

B. MacIsaac also explained how pathways programs are developed with colleges.

9. Board of Governors' Pathways Awards Program

S. McGovern provided an update on the Board of Governors' Pathways Awards Program. She clarified that the award goes toward a student's tuition. S. McGovern confirmed that the governors have until July 1 to increase the value of the award. There was a discussion regarding the allocation of governors' contributions and how to ensure their donations are directed to the Board's Pathways Awards Program.

10. Alumni Engagement

S. McGovern delivered a presentation entitled "Alumni Update – Engagement Strategy, Milestones, and Achievements." She reviewed the alumni engagement strategic priorities. The alumni continue to be ambassadors for the University. She identified the milestones from 2012-2015, as well as the alumni achievements from 2016-17. The Faculty of Business of Information & Technology has established a Council as a subset of the Alumni Association and the Faculty of Education is working on one, as well. S. McGovern advised that the alumni mentor program is growing and is a great success.

(V. Wafer left at 2:55 p.m.)

11. Strategic Research Plan

D. Holdway delivered a presentation entitled "Office of Research Services Strategic Research Plan Update". He reviewed the fundamental approach to research. He also discussed the consultation process for the updated strategic research plan ("Research Roadshow"). The Strategic Research Plan is an important document, which is often referred to for grants, advancement, etc. In developing the plan, they have tried to balance inclusivity with strategic planning and allocation of resources.

D. Holdway reviewed the university's four primary research clusters: the human condition, energy & environmental sciences, data & information sciences, and engineering & material sciences. Discovery research and graduate education link all of the clusters. Since the plan will

be implemented in 2019, there is time to continue to develop the plan. The Strategic Research Plan also encompasses many of the UN Sustainable Development Goals.

(B. Schmidt left at 3:09 p.m.)

There was a discussion regarding research funding for faculty at the university, as well as efforts to improve the diversity of faculty. A. Imrie reported on discussions had at the recent CUBA conference regarding targeted hiring at other institutions. R. Bailey discussed current recruitment strategies for faculty positions at the university aimed to improve the diversity of candidates.

12. Other Business

13. Termination

There being no other business, upon a motion duly made by T. McTiernan and seconded by A. Imrie, the public session of the meeting terminated at 3:21 p.m.

Becky Dinwoodie, Secretary

DRAFT



BOARD REPORT

SESSION:

Public
 Non-Public

ACTION REQUESTED:

Decision
 Discussion/Direction
 Information

TO: Board of Governors

DATE: October 26, 2017

PRESENTED BY: Robert Bailey, Provost and VP Academic

SUBJECT: Implementing the Sexual Violence Policies

- *The following is an update related to implementing the [Policy on Sexual Violence for Students and Procedures for Responding to Incidents of Sexual Violence](#) (the student policy) and the [Policy Against Violence, Harassment and Discrimination in the Workplace](#) (workplace violence policy). Areas reported on are:*
 - The training/training tools that have been developed and delivered
 - Communication/education efforts made with the students
 - Plans to train adjudicators under the policy
 - The nature of support being provided to students

BACKGROUND/CONTEXT & RATIONALE:

- The student policy was implemented January 2017. An extended comment period was held through early 2017 to solicit improvements suggested by the UOIT community. A final version was approved June 2017 by the Board.

ONGOING INITIATIVES SUPPORTING POLICY IMPLEMENTATION

Training

- [First Year Me](#)
- All incoming students are invited to orientation which includes [a play](#), developed with students and detailing UOIT’s opposition to sexual violence. Facilitators debrief students on what the student policy offers and what to do if sexual violence is experienced.
- [In-Person Training](#)
- Miles Bowman & Olivia Petrie, AVP Student Life delivered in-person training related to the student policy to all faculties, Graduate Studies, Student Life, Research Services(January-February, 2017), and SLT (September 2017).

- Jarred Cacnio, Equity and Inclusivity Advisor is delivering educational programming to students including:
 - Respecting Individuals and Supporting Equity ([RISE](#)) –a multi-workshop series detailing how to spot behaviours associated with discrimination and inequity and how to oppose them.
 - [Advanced Disclosure Training](#) – an extended training session for students most likely to receive disclosures from other students (e.g., ambassadors).
- Online Training
- Dr. Miles Bowman has begun work with the [Teaching and Learning Centre](#) (TLC) to develop online training modules for the UOIT community. The modules cover material related to sexual violence, verify understanding through embedded quizzes, and feature a diverse cross section of UOIT members. Four modules are planned. Module 1 is planned to be mandatory; all other modules are assigned relative to role.
 - Module 1 covers consent, the definition of sexual violence and what to do if you experience sexual violence or receive a disclosure. This module focuses on the student policy and introduces the workplace violence policy. Projected completion, October 2017.
 - Module 2 and Module 3 will instruct on workplace violence content. Only employees will be required to complete these two modules. Modules 2 and 3 are in development.
 - Module 4 will be developed with Student Life collaboration with students.

Communications Efforts

- Distributed Materials
- Student Life delivers a “[Pledge](#)” across campus indicating support for victim/survivors and publicly displaying messages related to opposing sexual violence.
- All syllabuses include a sexual violence help section.
- Student Life is developing “how to get help” slides for presentation in first class
 - Projected availability, Winter 2018.
- Online
- Student Life launched www.uoit.ca/sexualviolence in January 2017 detailing our institution’s resources and how to contact third-party resources where required.
- Communications and Marketing have announced the student policy online and are developing a plan to feature initiatives to oppose sexual violence.

Community Survey

- UOIT will facilitate the delivery of an Ontario Government student survey related to sexual violence experiences.

NATURE OF SUPPORT

- Student Disclosure results in, with the discloser’s consent, meeting a Support Worker, a member of the Mental Health Support Team in Student Life. Speaking with a Support Worker creates “the circle of safety,” a confidential space into which resources can be brought to the student (and minimizing re-telling confidential and sensitive information).
 - Mental Health Support Team members who may be exposed to disclosures were trained on trauma-informed counselling, January 2017.
- Employee can request a referral to Oshawa Psychological Services to disclose in an anonymous environment. Resources for aid can be discussed in this meeting.

NEXT STEPS:

- Further development for the Online Training is needed to have all modules available to the community this academic year.
- The Healthy Sexuality Committee must meet with students to determine their level of involvement and guidance to the student policy in the future.



BOARD REPORT

SESSION:

Public
 Non-Public

ACTION REQUESTED:

Decision
 Discussion/Direction
 Information

TO: Board of Governors

DATE: October 26, 2017

SUBMITTED BY: Valarie Wafer, Chair of Strategy & Planning Committee

SUBJECT: Risk Management – Strategic Risks

BOARD & COMMITTEE MANDATES:

- In accordance with its Terms of Reference, the Strategy & Planning Committee (S&P) is responsible for overseeing the strategic planning for all aspects of the university.
- This includes making recommendations to the Board on strategic foresight, risk, and scenario planning.

BACKGROUND:

- In 2015-16, the Audit & Finance Committee of the Board received regular reports on the progress of University Risk Management.
- At its meeting of June 29, 2016, the Board accepted the first University Risk Management (URM) Report.
- In the 2016 URM Report, it was reported that the early work of the SLT & the UOIT community had helped lay the foundation for a draft list of strategic risks (as well as two foundational risks). This list of strategic risks was compiled after extensive community consultations on risk.
- The intention was for SLT to work with the Board of Governors during 2016-17 to finalize the strategic risks & plans for mitigation.
- While there were some discussions related to strategic risk at the 2016 Board Retreat and by SLT, the two bodies have not yet finalized the list of strategic risks.

- Finalizing the list was identified as a risk management priority for the 2017-18 year.

Proposed Process:

At the Strategy & Planning Committee meeting on October 16, 2017, the committee endorsed the following process:

- SLT will review & discuss the list of identified strategic risks
- SLT will prepare and present a proposed final list of strategic risks to the senior academic and administrative teams for consultation and comment
- Additional consultation on the list of strategic risks will be conducted (including Academic Council)
- Upon completion of the consultation process, the proposed final list of strategic risks will be presented to the Strategy & Planning Committee for review, discussion & recommendation
- The Strategy & Planning Committee will present the recommended list of strategic risks to the Board for discussion and approval

RESOURCES REQUIRED:

- Time and resources of SLT and Administrative Council (senior administrative and academic teams) , including time involved in the consultation process

IMPLICATIONS:

- n/a

ALIGNMENT WITH MISSION, VISION, VALUES & STRATEGIC PLAN:

- Strategic risk planning is a fundamental aspect of strategic planning and essential to the successful implementation of the UOIT Strategic Plan

ALTERNATIVES CONSIDERED:

- n/a

CONSULTATION:

- SLT
- Administrative Council (senior administrative and academic teams)
- Academic Council

COMPLIANCE WITH POLICY/LEGISLATION:

- The Board is charged with responsibility to establish institutional plans and to control the manner in which they are implemented (UOIT Act, s. 9(1))
- Proposed process promotes compliance with the university's Risk Management Policy

NEXT STEPS:

- SLT will conduct a review of the list of identified strategic risks & commence the consultation process
- The Strategy & Planning Committee supports using strategic risk as a framework for discussion at the upcoming Board Retreat & will continue to discuss how to incorporate it in the Retreat at the next meeting

SUPPORTING REFERENCE MATERIALS:

- Excerpts from 2016 URM Report relating to strategic risks
- 2017-2022 Strategic Plan

6. UOIT'S CLARIFICATION OF RISK FOCUS FOR OPERATIONAL, FINANCIAL, REPUTATIONAL AND COMPLIANCE RISKS

During the risk-gathering phase of the risk management program, UOIT broadly defined risk to include any impediment to the achievement of institutional objectives. SLT agreed that as we move over the next year from risk identification to risk management, we need to identify the risk management focus within the operational, financial, reputational, and compliance domains. After reviewing the draft Risk Register, SLT agreed that the UOIT risk focus includes those risks adversely affecting:

1. student experience;
2. academic quality;
3. faculty and staff;
4. physical hazards and safety;
5. crisis response;
6. business continuity, and;
7. legal liability.

7. LAYING THE FOUNDATION FOR IDENTIFICATION OF STRATEGIC RISKS

a. Process

SLT is engaged in an ongoing discussion to identify strategic risks. Strategic risks are being identified by reference to the following:

1. The 2016 amended Strategic Plan priorities (still under development);
2. The UOIT Draft Risk Register and identified Risk Drivers;
3. The initial list of strategic risks identified by UOIT senior academic and administrative leadership (Appendix C – Nine Key Areas of Risk Identified by Senior Leaders, May 2014);
4. An amalgamated list of strategic risks identified by Canadian and US universities¹⁰.

b. Draft List of Strategic Risks

The following is a draft amalgamated list of strategic risks identified by SLT for discussion, prioritization, and finalization with the Board of Governors in 2016-2017:

- Uncertainty of funding due to changing government policy.
- Ability to shape culture is constrained and limited by increasing levels of government regulation and direction.

¹⁰ See "Risk in Canada's Higher Education Landscape, February 2011, by Marsh & McLennan, pp. 4 to 7 and "Developing a Strategy to Manage Enterprisewide Risk in Higher Education' National Association of College and University Business Officers, 2000, pp 1 to 23

2016 UNIVERSITY RISK MANAGEMENT REPORT

- Leadership Culture - failure to create the right culture to support excellence in student services, teaching and research, employee performance (role clarity, policies and processes, priorities and communication).
- Increased competition for students.
- Space and physical resources– adequacy and sufficiency.
- Competition for qualified faculty and staff.
- Academic Quality – teaching and research.
- Human Capacity – resourcing.
- Brand/positioning – failure to build or maintain reputation (includes maintenance and the building of relationships with various stakeholders and community partners).

c. Additional Foundational Risks

Based on the information gathered and SLT comments, we suggest that in addition to the nine strategic risks, the following major foundational risks be the subject of Board reports for the 2016-17:

- Major Disruption to Operations - crisis response and business continuity (includes information technology and physical hazards), and;
- Compliance and Controls – increased regulatory accountability and scrutiny, contracting and related processes and increasing litigation.

2017-2022 STRATEGIC PLAN: Challenge, Innovate, Connect

The University of Ontario Institute of Technology is Canada's emerging leader in career-ready education and collaborative research that produces new and useful ideas. A fast-growing university with ambitious expansion plans, we are committed to social, scientific and economic innovations that create a better Canada and a better world. With this plan our university aims to be recognized globally as a change-maker and leader in technology-driven research and scholarship. Our reputation is built upon our strengths and will advance through a sharpened focus on *three key goals*:

CHALLENGE: We will produce and inspire future leaders who have real-world skillsets.

Why this matters: A pioneering spirit led to UOIT's foundation. That spirit calls each of us to **adapt** and **grow** through the personal, professional, and academic challenges we face. Our university is a place for learners to test themselves and improve their performance – we also strive to be a place that inspires this ability in others. We all contribute to developing leaders from diverse backgrounds who emerge ready to make an impact today and to make real-world advancements tomorrow. We commit to ***thinking big and breaking new ground.***

To do this, we will:

- Offer a greater variety of **lifelong learning** through career-focused professional development options, because education enhances marketability and career progression.
- Amplify our **research reputation** through entrepreneurial scholarship, because ideas are our main export to the world.
- Provide developmental opportunities that help every individual stand out, because becoming **better people** and learning from each other form the cornerstones of retaining the best among us.

INNOVATE: We will create new approaches, partnerships, and solutions to improve society.

Why this matters: Our faculty and student researchers contribute to cultural, economic and scientific changes worldwide through **scholarship and discovery**. Together, we make a difference by answering the big questions that face society at multiple levels

such as issues with sustainability and the impact of technology on our world. In collaboration with our partners, we provide **inspirational and imaginative solutions** that benefit our local and global communities. We commit to growing our ***culture of discovery***.

To do this, we will:

- Double the number of courses that mix technology and face-to-face education to make learner-centered environments, because transformative learning builds problem-solving capacity.
- Challenge the status quo through our interdisciplinary approach to knowledge development and increase our research activity, because our job is to convert ideas into actions.
- Simplify and refine our university processes, because doing better work frees up time, increases productivity, and improves our daily lives.

CONNECT: We will build lasting relationships to make UOIT a remarkable place for work and study.

Why this matters: Beyond basic learning interactions, the university experience is all about the connections with the places and the people. UOIT is a place where lasting relationships are formed among people with different **approaches to thinking, doing and leading**. Our culture thrives on **good ideas and collegial exchanges** with educational organizations, businesses, and our community; together, we work to improve this university, the Durham and Northumberland Regions, and the world. We commit to inspiring everyone to do their best work in ***a place where they belong***.

To do this we will:

- Offer practical **hands-on learning** experiences, like co-ops, internships, research practicums, international exchanges, and entrepreneurial opportunities to *every student*, because experiential learning , develops the skills that employers want.
- Build **research partnerships** that fortify our university's key strengths, because our national and international collaborations open doors to new ideas and initiatives both locally and globally.
- Unite our community by increasing opportunities to meet, make friends, and form **better relationships**, because every interaction is an opportunity to make a difference.



BOARD REPORT

SESSION:

Public
 Non-Public

ACTION REQUESTED:

Decision
 Discussion/Direction
 Information

TO: Board of Governors

DATE: October 26, 2017

SUBMITTED BY: Robert Bailey, Provost and Vice President Academic (Interim)

SUBJECT: Program Review Final Assessment Reports and Follow-Up

BOARD MANDATE:

In accordance with section 8.16 of By-law Number 1, action taken by Academic Council under delegated authority shall be reported to the Board of Governors for information.

Accordingly, attached for information are the following final assessment reports for the reviews conducted under our Institutional Quality Assurance Process:

- Master of Information Technology Security
- Master of Applied Science, Master of Engineering, and Doctor of Philosophy in Electrical and Computer Engineering
- Master of Applied Science, Master of Engineering, and Doctor of Philosophy in Mechanical Engineering
- Master of Applied Science and Master of Engineering in Automotive Engineering
- Bachelor of Science in Biological Science

Also attached is the eighteen-month follow-up report on the following program:

- Bachelor of Health Sciences in Medical Laboratory Science

BACKGROUND/CONTEXT:

Under the Quality Assurance Framework, all UOIT programs are subject to review every eight years to ensure that they meet provincial quality assurance requirements and to support their ongoing rigour and coherence.

Each review involves a detailed examination by faculty, staff and external reviewers of the program's goals and requirements, its curriculum content, structure, modes of delivery, assessment of student learning, and the use of available resources to support the program. Their work has generated a valuable set of documents that reflect a great deal of care and attention to the ongoing development and refinement of programs to meet the needs of students and represent the current state of each particular field of study.

The attached reports provide an overview of the recommendations resulting from the program reviews, identifies the particular strengths of the programs as well as opportunities for improvement and enhancements, and outlines the agreed-upon implementation plan.

The detailed reports and recommendations were reviewed by the Curriculum and Program Review Committee (for undergraduate reviews) and the Graduate Studies Committee (for graduate reviews). A summary of the outcomes were reviewed and approved by Academic Council. These summary reports will also be sent to the Ontario Universities Council on Quality Assurance (Quality Council) and be posted to our website as mandated by the Quality Council.



FINAL ASSESSMENT REPORT
Executive Summary
May 2017
Master of Information Technology Security
Program Review
Faculty Dean: Dr. Pamela Ritchie
Dean of Graduate Studies: Dr. Langis Roy

Under UOIT's Quality Assurance Framework, all degree programs are subject to a comprehensive review every eight years to ensure that they continue to meet provincial quality assurance requirements and to support their ongoing rigour and coherence.

On the completion of the program review, the self-study brief together with the reviewers' report and the assessment team's response are reviewed by the appropriate standing committee of Academic Council, and are subsequently reported to Academic Council, the Board of Governors and the Quality Council.

In 2014-15 a program review was scheduled for the Master of Information Technology Security program.

This is the first program review for this program and the internal assessment team is to be commended for undertaking this assignment in addition to an already challenging workload and within very tight deadlines. The following pages provide a summary of the outcomes and action plans resulting from the review, identifying the strengths of the program as well as the opportunities for program improvement and enhancement. A report from the program outlining the progress that has been made implementing the recommendations will also be put forward eighteen months following the completion of the review.

External Reviewers: Dr. Ali Ghorbani (University of New Brunswick), Dr. Ashraf Matrawy (Carleton University), and Dr. Anil Somayaji (Carleton University)

Site Visit Dates: October 25-26, 2015

The MITS program is one of the first of its kind in Canada and one of few specialized IT security graduate degree programs available in the world. Through theory and applied learning, the program enables students to develop an extensive understanding of business and information technology security, polish communication skills and examine business and IT ethics in a team environment.

The MITS is a professional graduate degree that prepares students to work in the high-demand IT security industry. The curriculum is designed around the domains found in the Certified Information Systems Security Professional (CISSP) exam. The program adopts an experiential learning approach, allowing students to apply core course materials to a substantial project in the workplace during the latter part of the program.

Significant Strengths of the Program

- The objectives of the program are consistent with the overall mission and academic plan of UOIT
- The program responds to community needs and skills gap in the area of security and information systems.
- The program is designed around the CISSP exam requirements making it relevant and practical for students.
- The pairing of labs with all of the courses is an innovative part of the curriculum.
- The capstone projects allow MITS students to put their learning into practical use.
- Positive feedback on faculty and support staff for the program

Opportunities for Improvement and Enhancement

- Further examination of the perceived gap between theory and practice in the program
- Including topics related to privacy, usable security, forensics, mobile security, and cloud security within the curriculum.
- Improvements to ongoing assessment measures.
- Define the ideal skill set for the program graduates and improve marketing and communication of the program.
- Establish an advisory board with members from industry and government and examine co-op/internship opportunities.

The External Review

The reviewers visited the University of Ontario Institute of Technology (UOIT) campus on October 26-27, 2015. The agenda included tours of the campus, library, teaching and lab spaces. The reviewers interviewed faculty members as well as students and staff. They also met with the Provost, Associate Provost, Dean, and Associate Dean.

Summary of Reviewer Recommendations and Faculty Responses

Recommendation 1:

During our visit we were told from multiple sources that the program needs to increase enrolment, ideally doubling the current number of admissions. Given this goal, the program needs to improve program marketing and recruitment:

- a) *Better define who the ideal prospective students are.*
- b) *Improve the program's web presence: explain program differentiators, student success stories, and graduate placement statistics. There should be a process in place for routine updates of this information (e.g. once a term at a minimum).*
- c) *Target recruitment within the GTA and beyond.*
- d) *Explore options for online advertising.*

Response

In order to improve marketing and recruitment, the Faculty will invest in:

- a) Defining the ideal group of potential applicants and will work with UOIT Communications and Marketing to develop online advertisement material for this group.
- b) Updating the website so information is relevant, and attractive. The website will include information on alumni placements and career successes.

- c) Ensuring the information provided on the website is consistent and current
- d) Work with the FBIT alumni office to put in place a mechanism to track MITS alumni

Recommendation 2:

Define the ideal skill set for the program graduates. The CISSP should only be a partial guide, as it does not cover all aspects of the information security practice. Such an assessment is essential as, we believe, there is not much room left in the program for adding new material. To add new topics, the coverage of the existing ones will have to be altered/reduced. Any curriculum changes should be guided by the desired learning outcomes for the program. Moreover, we believe that the curriculum adjustments and renewal should be an on-going process.

Response

The Faculty will work with the program advisory board (see recommendation 7) and other industry partners to gather information about the skill set that graduates from the program should have. The information will be used to define a set of core courses that all graduates should have, and a number of additional technical elective courses that students can select from.

Recommendation 3:

Introduce curriculum flexibility to 1) help the program adapt to the changing practice without overly frequent curriculum overhauls and 2) allow MITS students to take other courses of interest to increase their knowledge in a desired area of specialization. Consider broadening the scope beyond what the CISSP requires in areas such as privacy, usable security, forensics, mobile security, and cloud security. A set of core material should be identified to ensure that the graduates have a common set of skills. The Faculty should look into the current curriculum to find areas where some of the current contents could be revised to allow the introduction of new topics.

Response:

The Faculty previously looked at the option of adding flexibility into the curriculum, but did not pursue it. The Faculty will re-start the process, and look into the options of:

- a) Having special topics in IT Security course, to be an in-time course holder for hot topics. The advisory board can recommend one or two topics each year that the industry is particularly interested in seeing in graduates.
- b) Define a number of technical elective courses that students can choose from.

Recommendation 4:

We understand that currently there are no formal course evaluations in the MITS program. There should be a way to evaluate the teaching of MITS courses outside of the occasional surveys. We recommend the Faculty institute a formal process for the assessment of teaching and learning (e.g., students evaluation of the course contents and Instructor).

Response:

The MITS program is part of the graduate studies program at UOIT, and the reason why there is no course evaluation at the graduate level is the small number of graduate students, which means a low level of anonymity. With the increase in the number of graduate students across the university, the Dean of Graduate Studies is currently looking at how to implement course evaluation for graduate students. FBIT will also develop an exit survey to gain feedback from students at the end of the program regarding their class experiences.

Recommendation 5:

It will help if the Faculty have information about students' recruitment and indicators/statistics of the success of their MITS graduates.

Response:

The Faculty will use the recently established FBIT alumni office to develop a tracking mechanism for alumni - leverage this for success stories, co-op placements, networking, etc.

Recommendation 6:

It was suggested by at least one student that a co-op option will be appealing to many students. We believe adding co-op option to the program will further strengthen the program. A Co-operative Education Program formally integrates a student's academic studies with work experience. Co-op programs with more than one work term experience provide students with better opportunity for career exploration.

Response:

The MITS program does not qualify for co-op accreditation thus a formal co-op program is not viable. The Faculty will consider integrating internships into the program. The option might be attractive for the students coming into the program who do not have relevant work experience. The Faculty will look into whether:

- a) We would need to have a separate stream for those who are already employed.
- b) Accepting internship in place of capstone.

Recommendation 7:

Establish a strong advisory board with members from industry and government. Having such an advisory board could help provide input on the required skill sets in the current job market; it could also help with the development of a co-op program.

Response:

The Faculty has started the process to establish an advisory board for the program. The advisory board will include mainly industrial personnel. The Faculty will work with the board and other industrial partners to define the skill set for the program graduates.

Recommendation 8:

There should be a process to make sure that the lab equipment are updated in a timely fashion.

Response:

The Faculty has already allocated a budget to update the hackers research lab for this year. UOIT has a 5 year plan for capital investments. This plan is reviewed and updated on an annual basis as part of the budgeting process. The prioritization of investment is based on usage, program need, and budget availability. The Faculty asks each area about the needs for teaching labs annually to ensure that FBIT submits their needs assessment on a continual basis.

Recommendation 9:

Increased enrolment and providing curriculum flexibility will undoubtedly need more resources. Faculty workload might need to be adjusted accordingly.

Response:

If the Faculty determines that additional courses are required, the budget implications for teaching resources will need to be considered. Some of these electives may be cross-listed with the Masters in Computer Science program to provide better economies of scale. Given the current cohort size the feasibility of multiple electives each year may be an issue and will be part of the consideration in any proposed program change.

Recommendation 10:

The program needs a Faculty member from within the area of information security to act as an academic coordinator to look after the academic affairs of the program.

Response:

The responsibility of an area coordinator is now shared between the area coordinator and the graduate program coordinator. The Graduate program committee has a representative from the networking and IT security area that serves on the committee to represent this program. This person is responsible to bring any issues regarding the program or concerns from Faculty teaching in the program to the Graduate program committee and the Graduate program director for resolution.

Recommendation 11:

Support for lab development is needed. Many courses would benefit from applied security exercises that are time consuming to develop. The undergraduate program currently has such support for developing hands-on labs; similar support should be given to the MITS program.

Response:

The Faculty members involved in teaching each course are those best able to determine the appropriate content for any lab related to their course. Many courses originally had labs as part of their course design but those teaching the courses determined the labs were not necessary and had them removed through the curriculum quality assurance process. Instructors or the program committee is able to revise the course outcomes and requirements to include a lab component if the instructor identifies a need. The Faculty has provided support previously in the form of teaching releases for the original development of the courses and associated labs. Any specific supports could be discussed with the Dean as part of the annual performance meetings and workload assignment discussions once the curriculum changes were approved.

Recommendation 12:

Library resources are adequate, but given a large portion of MITS students are from GTA, we recommend that UOIT explore the possibility of its MITS students to have free access to University of Toronto library system, including borrowing privileges. This puts at their disposal one of the richest CS/IT library collections in North America.

Response:

UOIT has already an Interlibrary Loan (ILL) service in place. The service is free, and is available to all students. The service, called RACER System (Rapid Access to Collections by Electronic Requesting), allows students to search and request academic material from other academic institutions. Students have not expressed any concerns regarding accessing library resources.

Plan of Action

The table below presents a timeline of the actions planned to address the recommendations from the external report.

Proposed Action	Timeline	Person/Area Responsible
Establish an advisory board for the MITS program	July 2017	FBIT Graduate Education Committee
Update MITS program map and courses to allow more flexibility and focus on emerging areas	March 2017	FBIT Graduate Education Committee/Approval by the Faculty Council
Update MITS web site and enhance promotional material	July 2017	UOIT Communication and Marketing/Office of Graduate Studies
Develop an exit survey for the MITS graduate to collect their feedback	July 2017	FBIT Alumni office
Upgrade Hackers Research Lab with new equipment and design	March 2017	FBIT budget and planning officer, Graduate Education Committee

Due Date for 18-Month Follow-up on Plan of Action: July 2017

Date of Next Cyclical Review: 2022-2023



FINAL ASSESSMENT REPORT

Executive Summary

May 2017

Master of Applied Science, Master of Engineering, and Doctor of Philosophy in Electrical and Computer Engineering Program Review

Dean: Dr. Hossam Kishawy, Interim Dean

Dean of Graduate Studies: Dr. Langis Roy

Under UOIT's Quality Assurance Framework, all degree programs are subject to a comprehensive review every eight years to ensure that they continue to meet provincial quality assurance requirements and to support their ongoing rigour and coherence.

On the completion of the program review, the self-study brief together with the reviewers' report and the assessment team's response are reviewed by the appropriate standing committee of Academic Council, and are subsequently reported to Academic Council, the Board of Governors and the Quality Council.

In academic year 2015-2016 a program review was scheduled for the Master of Applied Science, Master of Engineering, and Doctor of Philosophy in Electrical and Computer Engineering. This is the first program review for this program and the internal assessment team is to be commended for undertaking this assignment in addition to an already challenging workload and within very tight deadlines. The following pages provide a summary of the outcomes and action plans resulting from the review, identifying the strengths of the program as well as the opportunities for program improvement and enhancement. A report from the program outlining the progress that has been made implementing the recommendations will also be put forward in eighteen months' time.

External Reviewers: Dr. Miriam Capretz (Western University), Dr. Catherine Gebotys (University of Waterloo), and Dr. Fei Yuan (Ryerson University)

Site Visit: 4-5 July 2016

The MAsc program is research-oriented and provides solid preparation for a Doctoral degree. The program entails a combination of course-based learning and a thesis that involves original research. The MEng program is a professional Master's program for upgrading and expanding technical skills and knowledge. It has an emphasis on course-based learning, which can be accompanied by a major project. The PhD program leads to the highest academic degree, for a career such as a researcher in advanced technology development or university professor. It involves a combination of academic coursework and a dissertation, which requires a significant detailed body of original research that leads to innovative new research outcomes.

The MAsc and MEng programs in Electrical and Computer Engineering allow a student to study in all major areas associated with electrical, computer and software systems engineering. These areas include electronics, intelligent systems, communications, control, biomedical, power electronics, power generation, software engineering, mobile systems and embedded software systems. These disciplines are expected to be in high demand by employers.

In addition, students in the PhD program can specialize in one of the following three fields: Communications and Signal Processing, Control Systems, or Software Systems. Alternatively, a student can choose to cover many facets of the broad discipline of electrical, computer and software engineering. Topics can vary widely and may include communications, networking, intelligent control systems, robotics, computer vision, health informatics, mobile systems, power systems and smart power grids.

Significant Strengths of the Program

- Strategic location of UOIT allows it to take advantage of local industrial companies
- High-caliber and dedicated faculty and high-quality research facilities.
- A large number of courses make extensive use of published scientific papers as the primary sources
- Excellent Library resources

Opportunities for Program Improvement and Enhancement

- Consider offering a small set of fundamental core graduate courses in each specialization area to open up resources for additional courses to increase breadth and depth
- Low number of scholarships available for international students
- Lack of explicit mapping of learning outcomes to course objectives and learning activities

The External Review

Drs. Capretz, Gebotys, and Yuan visited UOIT on July 4 and 5, 2016. The two day site visit included interviews with several individuals and groups, including the Deans, Associate Dean, Chair and Program Director, Vice-President RI&I, FEAS faculty and staff, staff from supporting departments, and a selection of graduate students from each program.

The review included a tour of current facilities, including visits to the Automotive Centre of Excellence (ACE), the Energy Research Centre (ERC), the Integrated Research and Training Facility (IRTF) and the Ontario Power Generation (OPG) Engineering building facilities and research spaces for graduate students.

The reviewers felt contented with both breadth and depth of views provided during the meetings and that the interviews captured a variety of voices. Further, the reviewers felt confident that plentiful opportunity was given to the interviewees to voice their concerns about the quality and the challenges faced by the graduate programs in Electrical and Computer Engineering.

Summary of Reviewer Recommendations and Faculty Responses

Recommendation 1

Students expressed concern over not being able to find sufficient graduate courses in their areas of interest, despite a good number of students in the same area.

- a. *Plans to increase the number of graduate courses, by giving faculty members an equal opportunity to teach a graduate course would be a move in the right direction to an average of one graduate course per faculty member.*
- b. *Addition of regularly offered mandatory core courses (per specialization area) may be helpful to address the issues and improve the quality of the graduate programs.*
- c. *Allowing PDFs to teach senior undergraduate courses and 3 future new hires in ECE should also help to increase the graduate course offerings in ECE.*
- d. *Workshops that are mandatory for PhD students and optional for MASc students could also be available for MEng students. This would provide additional course options for MEng students and broaden their nontechnical skills.*

Response

- a) See also response to Recommendation 13 below, which will increase the number of courses offered annually. The requirement of having 5 students registered in a course will also be administered with more flexibility in the future to allow for more course offerings.
- b) The Faculty is in the process of identifying core courses in each field and course needs will be reviewed constantly. Feedback from faculty members will be taken into consideration. Core courses will be taught annually or biennially.
- c) PDFs are currently allowed to teach undergraduate courses when necessary.
- d) MEng students are allowed to attend workshops. However they are not counted as a course for MEng students, which can be further looked into.

Recommendation 2

Additional resources from the central administration would be helpful to fund PhD students in their 13th term especially in cases where supervisors have run out of available funding. In addition, cash advances should be provided for student travel to reduce financial stress. Average time for completion of the PhD program should be monitored carefully.

Response

The university will review this recommendation. There is currently a travel scholarship in place with the Office of Graduate Studies, which will help to alleviate travel issues for students to some extent. The Faculty is actively monitoring students' progress in the PhD program, making sure that progress reports are filed in time and candidacy exams take place within reasonable timeframe. Additionally, for TA assignment, among pool C students, the Faculty is striving for providing TAs to PhD students who are in their 13th term and beyond, to help them financially. These students usually have extensive TA experience and are well qualified.

Recommendation 3

3) Fostering ECE co-supervision within UOIT should be encouraged among faculties. Removing faculty from graduate faculty lists may alienate this collaboration, so it may be more useful to not define a graduate faculty list at all. Many institutions do not use graduate faculty lists but instead use an internal list of department faculty who can sole supervise PhD students.

Response

Co-supervision has always been encouraged. Considering the common practise university wide at UOIT, it is not feasible to give full graduate faculty status to faculty members outside of the Faculty. However, they are given associate graduate faculty status, which allows them to co-supervise students at any level.

Recommendation 4

Creation of clear guidelines and procedures to define the level of graduate supervision for faculty members in the graduate programs at UOIT is encouraged.

Response

There are definitions of the level of graduate supervision for faculty members in place, which will be better communicated with faculty members.

Recommendation 5

Expansion of the MEng program could bring several benefits to the graduate programs. The increased number of graduate students would allow the offerings of more graduate courses more regularly. Central administration should consider providing financial incentive to the Department to expand the MEng program. This would solve the issue of shortage of graduate courses and the financial incentive could hire sessional instructors and PDFs to teach.

Response

The Faculty will discuss the need for central financial support for this to be implemented and will look into measures to strengthen MEng program.

Recommendation 6

Lower MEng admission requirements on the overall academic standing and the minimum accumulative GPA in the last two full-time years of the undergraduate studies of applicants from B to B-.

Response

This will be discussed in the Department and Faculty levels. At the same time, the Faculty will set clear criteria for MEng-to-MASc transfer as suggested.

Recommendation 7

Establish clear criteria for MEng-to-MASc transfer should the suggested changes to the admission requirements of the MEng program be approved.

Response

Please see comments above.

Recommendation 8

Add a field of specialization in the PhD program in the area of Power Systems. The four fields of specialization for the PhD program can also be added to the MASc program. The introduction of fields of specialization requires the identification of mandatory core courses for each field of specialization that should be offered at least every other year.

Response

The Faculty is currently in the process of adding Power Systems in the PhD program and adding fields of specialization to MASc program, which will be in effect starting Sept. 2017, pending approval.

Recommendation 9

Explicit mapping of learning outcomes, according to the six categories of the provincial degree level expectations, to course objectives and learning activities would be helpful, especially for the MEng course-based program.

Response

Learning outcomes of all programs will be re-examined as suggested.

Recommendation 10

The program learning outcomes of the MEng, MAsC, and PhD programs should be defined separately so as to not only reflect the distinct characteristics of these programs but also allow the programs to be developed and assessed more objectively.

Response

Learning outcomes of all programs will be re-examined as suggested.

Recommendation 11

Continued monitoring of feedback from students and faculty is important. Removal of the second seminar course in response to student feedback would also be encouraging for students. The Department may also choose to revise the course to include materials that most suit the need of PhD students in today's economics and career advancement.

Response

The Faculty is currently in the process of removing the 2nd seminar course, which will be in effect starting Sept. 2017 pending approval. Additional material is also being considered, such as research methodology, in the 1st seminar course.

Recommendation 12

The course outline of all graduate courses should be prepared using university's course outline template so that the contents and requirements of courses can be clearly communicated to students prior to the offering of courses. This will also allow the department to better control the quality of graduate courses.

Response

This practice is currently in place. It will be further reinforced.

Recommendation 13

Each research faculty member should be given an opportunity to teach one graduate course in faculty member's field of research per academic year.

Response

This recommendation will be phased in during 2017-2018 and fully implemented by 2018-2019. Each faculty member will be given the opportunity to identify a number of graduate courses to teach. These courses can be offered annually or in alternating years to increase the number of courses offered.

Recommendation 14

Take proactive measures to advertise the graduate programs domestically especially to undergraduate students of UOIT and those in Great Toronto Area so that more students will be aware of the exciting

research and development projects undertaken by faculty members. Proven practices such as a Summer Undergraduate Research Internship Program could be established.

Response

In addition to participating Office of Graduate Studies’ promotion of graduate programs, the Faculty is looking into other methods to promote these programs. Summer Undergraduate Research Internship is a good suggestion. However, additional funding will be needed. Further improvements will be made to the FEAS graduate website to report news of faculty research, achievements, and awards to expand the visibility to students. Each faculty member and each research group/lab are encouraged to have their own website to promote research activities with more specific emphasis, and to promote research in certain areas with a number of professors actively involved. These efforts will help to increase visibility to undergraduate students.

Recommendation 15

Allocate more resources from the university to provide more scholarships and merit-based awards for international as well as domestic students.

Response

This will be discussed within the broader university context. FEAS has most recently additionally started the FEAS Graduate Scholarship, which will be given to outstanding FEAS graduate students nominated by their research supervisors.

Plan of Action

The table below presents a timeline of the actions planned to address the recommendations from the external report.

Proposed Action	Timeline	Person/Area Responsible
Identify core courses in each field	Winter 2017	GPD in consultation with ECE faculty members
Add Power Systems in the PhD program and add fields of specialization to MASc program	Fall 2017	GPD in consultation with ECE faculty members in the power area
Review of admission requirements of MEng and criteria for MEng-to-MASc transfer	Fall 2017	GPD in consultation with ECE faculty members
Re-examine and clarify learning outcomes of all programs	Fall 2017	GPD in consultation with ECE faculty members
Remove the 2 nd seminar course for PhD program and revise the 1 st seminar course	Fall 2017	GPD
Increase IT support as per 2017-2018 integrated academic plan (IAP)	Ongoing as outlined in IAP	FEAS, IT Services, OGS, Provost
Additional course offerings	Immediate – Spring 2017	FEAS
Explore incentives for program growth	Fall 2017	FEAS, OGS, Provost

Due Date for 18-Month Follow-up on Plan of Action: February 2018

Date of Next Cyclical Review: 2023-2024



FINAL ASSESSMENT REPORT
Executive Summary
March 2017
Master's and PhD Mechanical Engineering
Program Review
Dean: Dr. Hossam Kishawy (Interim)
Dean of Graduate Studies: Dr. Langis Roy

Under UOIT's Quality Assurance Framework, all degree programs are subject to a comprehensive review every eight years to ensure that they continue to meet provincial quality assurance requirements and to support their ongoing rigour and coherence.

On the completion of the program review, the self-study brief together with the reviewers' report and the assessment team's response are reviewed by the appropriate standing committee of Academic Council, and are subsequently reported to Academic Council, the Board of Governors and the Quality Council.

In 2015-2016, a program review was scheduled for the Master of Applied Science, Master of Engineering and Doctor of Philosophy in Mechanical Engineering. This is the first program review for this program and the internal assessment team is to be commended for undertaking this assignment in addition to an already challenging workload and within very tight deadlines. The following pages provide a summary of the outcomes and action plans resulting from the review, identifying the strengths of the program as well as the opportunities for program improvement and enhancement. A report from the program outlining the progress that has been made implementing the recommendations will also be put forward in eighteen months' time.

External Reviewers: Xianhuo Li (University of Waterloo), Rama Bhat (Concordia University), and Peter Allen (Dalhousie University)

Site Visit: September 19-20, 2016

The rapid growth and success of the undergraduate programs in FEAS, led to the launch of the Master's program in Mechanical Engineering in 2006 and PhD program in Mechanical engineering in 2008.

The graduate programs in FEAS were created to meet the UOIT's strategic research goals focusing on technology and engineering, and to meet the forecasted demands for increased graduates in Mechanical Engineering in Ontario. The location of UOIT makes it an excellent choice for bringing increased engineering graduates to the eastern half of the GTA and neighboring cities, towns, and municipalities.

Since its inception in 2006, the Mechanical Engineering graduate program has grown, with the number of graduate faculty steadily increasing. Currently there are 17 core graduate faculty members in the AMME Department and 37 graduate faculty members on the Mechanical graduate faculty list. The AMME Department has two Canada Research Chairs (Tier I: Advanced Manufacturing (advertised), Tier II: Robotics and Automation (to be advertised)). The AMME Department also has a NSERC and General Motors Research Chair in Innovative Design.

Significant Strengths of the Program

- Program requirements and learning outcomes are appropriate and in alignment with UOIT's statement of graduate Degree Level Expectations and other Canadian Universities.
- Faculty members are well known globally in their areas of research and expertise, including two Canada Research Chairs, and an NSERC and General Motors Chair in Innovative Design;
- Class sizes are relatively small, allowing for more interaction between faculty members and students in both the classroom setting and in students' research activities
- Access to ACE, a world-class facility with state of the art equipment for automobile related research, testing and evaluations.
- Mechanical graduates find employment in various engineering consulting firms, industries, power-generating utilities and in a wide range of manufacturing, processing, research and development, and in transportation industries.

Opportunities for Program Improvement and Enhancement

- Current graduate courses listed are not all offered in a timely manner.
- A review of teaching assignments to allow faculty to teach a greater number of graduate courses and increase the number of graduate courses available to students.
- As the program continues to grow, review the potential of more technical support.
- The availability of research funding and grants for students within the program.

The External Review

Dr. Xianhuo Li, Dr. Rama Bhat, and Dr. Peter Allen visited the University of Ontario Institute of Technology (UOIT) campus on September 19-20, 2016. The reviewers toured research labs, the ACE building, the library and other facilities. Over the two days, they also had the opportunity to interact and ask questions of FEAS faculty, students, Graduate Studies administration and staff.

Summary of Reviewer Recommendations and Faculty Responses

Recommendation 1:

It was the general impression that the budget allocated to the Faculty did not change with the number of graduate students admitted. This does not generate enough incentive to get more students. Hence, a measure of transparency with clearly visible incentives in budget when more quality students are recruited would engender the needed enthusiasm in the faculty to enhance the graduate programs.

Response:

Both the FEAS and Graduate deans agree that such incentives are desirable and will seek opportunities to advocate for a long-term financial model providing the necessary resources for program growth and sustainability.

Recommendation 2:

The financial support provided to the graduate students is limited, and there is no coherent policy in providing scholarships, TAs, conference travel support to graduate students. Hence, the Faculty is encouraged to develop a graduate funding policy with the Faculty of Graduate Studies.

Response:

Improvements in this regard have already started to be implemented. For instance, starting in 2016-2017 the Dean's Graduate Scholarship has been extended from 2 years to 4 years at the PhD level. In addition, new FEAS scholarships and OGS matching scholarships have been introduced to increase the financial support available for graduate students. This initiative needs to be built up continually. Many faculty members are of opinion that the scholarship duration should be reflective of duration of enrollment.

Recommendation 3:

It was noted that there are no women faculty members in AMME. An absence of "role models" and "mentors" inhibits and discourages women coming into such engineering programs. It is recommended that every effort must be made in recruiting competent women faculty members into AMME.

Response:

The department recognizes this shortcoming and will reinforce its plan, in conjunction with the FEAS Dean, and make it a priority to hire qualified female faculty members. In fact, a hiring offer was made to a female CRC new faculty member in 2016 but unfortunately the offer was not accepted.

Recommendation 4:

In many instances, graduate students are given study spaces inside the laboratories where they work. While this arrangement is convenient, it is recommended that health and safety aspects of individual cases must be kept in mind.

Response:

The new SIRC building will open in fall 2017, providing additional office space for graduate students. The university and faculty have standing committees for Health & Safety. Regular visits are conducted and issues are dealt with promptly.

Recommendation 5:

A comprehensive policy should be developed by the FEAS and the Faculty of Graduate Studies regarding the laptop computers provided to graduate students involved in TA duties. In view of the special software package available in these laptops, intended for UG teaching purposes, TA graduate students use it for their research also. They are asked to return the laptops at the end of the Winter term, and this poses difficulty in transferring all the research related information for work during summer. This also creates a separate class of graduate students with the others not getting the benefit of the associated software. It is recommended that the FEAS make every attempt, such as using the "indirect cost of research" funds, the contract research overhead funds, or the graduate application fees, in order to provide the graduate students with the software needed for their research in general.

Response:

This relates to program practices and central IT support issues. In the context of the 2017-2018 integrated academic plan a university-wide solution is presently being pursued.

Recommendation 6:

The policy of each faculty members being required to teach only one graduate course limits the number and variety of graduate courses available to graduate students. The Faculty is encouraged to use discretion to make the system less rigid by allowing more graduate courses taught by faculty members.

Response:

There is no such policy; however, finite resources and graduate enrolments, along with undergraduate teaching needs, have resulted in limited graduate course offerings. This issue is linked to Recommendation (1) and will be addressed accordingly.

Recommendation 7:

Postdoctoral Fellows are not provided office spaces. PDFs contribute quite a lot to the faculty research, and they should be provided with quiet space to carry out their research more efficiently. It is recommended that they be provide with adequate office space.

Response:

The new SIRC building will open in fall 2017, providing additional office space for postdoctoral fellows.

Recommendation 8:

The graduate studies admissions staff can be rigid in applying the rules in individual cases, such as the requirement of English proficiency even to students transferring from other Canadian institutions to UOIT who has satisfied the English language proficiency requirements in the previous Canadian institution. It is recommended that the Faculty be given discretionary judgment in the student admissions.

Response:

The English language proficiency requirements are currently under review and an updated policy is expected in 2017. As well, admission processes will be reviewed as part of a larger effort to harmonize MEng admission requirements and MEng-to-MASc transfer criteria.

Recommendation 9

There is essentially no technical support staff for the graduate program. The existing technical staff is completely occupied with the undergraduate program, even though in principle they may assist graduate research projects if they are available. The AMME Department is currently in the process of recruiting and expanding from 17 to 27 faculty members, by 2018 or 2019. Simultaneously, only one additional technician is to be hired. The almost doubling of the number of faculty, coupled with no significant increase in technical support, will exacerbate an already unsatisfactory situation. It is recommended that some technicians be hired to assist with the graduate research.

Response:

FEAS technical support staff is currently available to help students (shared with ACE). As mentioned in response to Recommendation (1), both the FEAS and Graduate Deans are committed to advocating for the necessary resources for program growth and sustainability.

Plan of Action

The table below presents a timeline of the actions planned to address the recommendations from the external report.

Proposed Action	Timeline	Person/Area Responsible
Increase IT support as per 2017-2018 integrated academic plan	Ongoing	FEAS, IT Services, OGS, Provost
Additional course offerings	Immediate	FEAS
Revision of English language proficiency requirements and admission/transfer processes (particularly at master's level)	2017-2018	FEAS, OGS
Explore incentives for program growth	Fall 2017	FEAS, OGS, Provost
Reinforce a strategy to hire female faculty members into the program	Ongoing	AMME, FEAS, Provost

Due Date for 18-Month Follow-up on Plan of Action: May 2018

Date of Next Cyclical Review: 2023-2024



FINAL ASSESSMENT REPORT

Executive Summary

March 2017

**Master of Applied Science and Master of Engineering in Automotive Engineering
Program Review**

Dean: Dr. Hossam Kishawy (Interim Dean)

Dean of Graduate Studies: Dr. Langis Roy

Under UOIT's Quality Assurance Framework, all degree programs are subject to a comprehensive review every eight years to ensure that they continue to meet provincial quality assurance requirements and to support their ongoing rigour and coherence.

On the completion of the program review, the self-study brief together with the reviewers' report and the assessment team's response are reviewed by the appropriate standing committee of Academic Council, and are subsequently reported to Academic Council, the Board of Governors and the Quality Council.

In 2015-2016 a program review was scheduled for the Master of Applied Science and Master of Engineering in Automotive Engineering programs. This is the first program review for this program and the internal assessment team is to be commended for undertaking this assignment in addition to an already challenging workload and within very tight deadlines. The following pages provide a summary of the outcomes and action plans resulting from the review, identifying the strengths of the program as well as the opportunities for program improvement and enhancement. A report from the program outlining the progress that has been made implementing the recommendations will also be put forward in eighteen months' time.

External Reviewers: Zengtao Chen (University of Alberta), Saeid Habibi (McMaster University), Ravi Ravindran (Ryerson University)

Site Visit: June 7-8, 2016

The graduate programs in FEAS were created to meet the UOIT's strategic research goals focusing on technology and engineering, and to meet the forecasted demands for increased graduates in Engineering in Ontario. The Greater Toronto Area (GTA) has a large population and a great scope for Automotive Engineering graduate programs. The location of UOIT makes it an excellent choice for bringing increased engineering graduates to the eastern half of the GTA and neighboring cities, towns, and municipalities.

UOIT is ideal for taking advantage of a number of major industrial companies in the eastern half of the GTA whose areas are very relevant to the graduate programs of Automotive Engineering. They include General Motors of Canada, Toyota, Honda, Magna, and Ontario Power Generation. Automotive

graduates are often employed by various engineering consulting firms, automotive related industries and in a wide range of manufacturing, processing and transportation industries.

Significant Strengths of the Program

- The program is market-oriented, career-focused and is contributing to Canada's automotive sector in a global context in terms of research and training.
- Professors are highly motivated, with some of them having international reputations; they bring real world experience to the research laboratory and create opportunities for the students.
- Learning outcomes are well defined and align with the program expectation and student assessment is consistent with Canadian Standards.
- The program has been instrumental in developing world class facilities in support of its automotive program that notably includes the Automotive Centre of Excellence (ACE).

Opportunities for Program Improvement and Enhancement

- Current funding to graduate students is quite low compared to other universities.
- There is opportunity to improve the curriculum of the program by having the department retain and reclassify the exiting core courses as introductory graduate level courses.
- New advanced automotive graduate courses could be introduced in emerging areas of interest to the automotive sector; potentially including autonomous vehicles, electrified powertrain, artificial intelligence, control, lightweight materials, and software.
- M.Eng students that complete their program without completing a project could benefit from increased experiential training and exposure to the automotive industry.

The External Review

Dr. Zengtao Chen, Dr. Saeid Habibi and Dr. Ravi Ravindran visited the University of Ontario Institute of Technology (UOIT) North Oshawa location on June 7-8, 2017. Over the two days, the reviewers met with FEAS faculty, students, Graduate Studies administration and staff. The reviewers had the opportunity to ask these individuals questions about the program and their experiences. The reviewers also had the chance to tour Automotive Centre of Excellence (ACE) and other research facilities, including the Simulator Lab.

Summary of Reviewer Recommendations and Faculty Responses

Recommendation 1

Level of funding for graduate students is insufficient and inadequate.

Response:

Improvements to the level of funding for graduate students has started to be implemented. For instance, starting in 2016-2017, the Dean's Graduate Scholarship has been extended from 2 years to 4 years at the PhD level. In addition, new FEAS scholarships and OGS matching scholarships have been introduced to increase the financial support available for graduate students. This initiative will need to be continuously built up.

Recommendation 2

Lack of consistency in funding graduate students need to be addressed.

Response:

This has been partially addressed in our response to Recommendation (1). It will be further examined by the School of Graduate Studies.

Recommendation 3

The current fee structure is inappropriate given the requirement for full fee payment passed the normal program of study duration.

Response:

Students requiring additional terms beyond the normal program length are expected to pay regular tuition, as in most Ontario universities. However, students in this situation may be eligible for part-time status and pay reduced tuition.

Recommendation 4

The quality of the curriculum can be enhanced through introduction of advanced courses, and hiring new faculty with relevant expertise.

Response:

New faculty hiring is in progress. As a result, it is expected that a number of new graduate courses can be introduced. The department is also planning to revisit the graduate course offerings to improve the students learning experience. In addition, under certain conditions students may take outside courses via the Ontario Visiting Graduate Student (OVGS) program.

Recommendation 5

Appointment of a dedicated Graduate Program Assistant for the Department of AMME is recommended.

Response:

The FEAS dean will look into this further. For the departmental structure, it will be good to have dedicated graduate program assistant to support graduate related activities of the department. As the department's graduate programs grow, it is expected that sufficient resources will be available for such a position.

Recommendation 6

The Department should constantly review its industrial engagement and enhance the student experience.

Response:

There should be a discussion between the department, the FEAS dean and the Graduate dean's office on having a dedicated person promoting this. In addition, a completely revamped GradProSkills program is currently being led by Graduate Studies with the goal of enhancing graduate student experience generally and, in particular, fostering greater industrial engagement.

Recommendation 7

Computing resources including IT services for students are inadequate.

Response:

Feedback can be collected from the faculty members about the common software packages that will help the greatest number of graduate students. Central IT support is indeed limited, and in the context of the 2017-2018 integrated academic plan, a university-wide solution is presently being pursued.

Recommendation 8

There are opportunities in better accommodating the voice of students and enhancing student involvement and engagement in the management of the graduate program.

Response:

There are students representatives on the Faculty Council, Academic Council, Graduate Studies committee and on the FEAS graduate committees. Creating a dedicated space for graduate activities or a common lunchroom for faculty and graduate students can also be helpful in this regard, as this is successfully practiced at other schools.

Recommendation 9

Machine shop should be made more accessible to graduate students.

Response:

Such a facility exists (shared with ACE) and FEAS technical support staff is available to help students. Having something like this will also be helpful to the junior/new faculty hires in starting up their research program.

Plan of Action

The table below presents a timeline of the actions planned to address the recommendations from the external report.

Proposed Action	Timeline	Person/Area Responsible
Increase IT support as per 2017-2018 integrated academic plan	Ongoing	FEAS, IT Services, OGS, Provost
Additional course offerings	Immediate	FEAS
Enhance industrial engagement	In place for 2017-2018	FEAS, OGS
Explore incentives for program growth	Fall 2017	FEAS, OGS

Due Date for 18-Month Follow-up on Plan of Action: March 2018

Date of Next Cyclical Review: 2023-2024



FINAL ASSESSMENT REPORT
Executive Summary
May 2017
Bachelor of Science in Biological Science
Program Review
Dean: Dr. Greg Crawford

Under UOIT's Quality Assurance Framework, all degree programs are subject to a comprehensive review every eight years to ensure that they continue to meet provincial quality assurance requirements and to support their ongoing rigour and coherence.

On the completion of the program review, the self-study brief together with the reviewers' report and the assessment team's response are reviewed by the appropriate standing committee of Academic Council, and are subsequently reported to Academic Council, the Board of Governors and the Quality Council.

In academic year 2015-2016 a program review was scheduled for the Bachelor of Science in Biological Science. This is the second program review for this program and the internal assessment team is to be commended for their thoughtfulness in linking the current review with that conducted in 2007-2008. The following pages provide a summary of the outcomes and action plans resulting from the review, identifying the strengths of the program as well as the opportunities for program improvement and enhancement. A report from the program outlining the progress that has been made in implementing the recommendations will also be put forward in eighteen months' time.

External Reviewers: Dr. Liette Vasseur (Brock University) and Dr. Michael Duffy (University of New Brunswick)

Site Visit: 13 -14 June 2016

The foundational areas of cell biology, genetics and molecular biology, physiology, biochemistry and developmental biology are mastered in the Biological Science program. Students can study within the broad scope of the Complementary Studies (unspecialized) stream, or choose to specialize in Environmental Toxicology, Pharmaceutical Biotechnology; or, for those interested in pursuing medical school or related health science careers, the Life Science Specialization. Specializations have common courses during the first two years, allowing for flexibility and transfer between them. Hands-on laboratory experience is also an important component in all specializations.

Significant Strengths of the Program

- Common core courses in the first two years
- 100% of the tenured research faculty hold NSERC Discovery Grants
- Biological Sciences faculty are tight-knit, clearly dedicated to the university mission and undergraduate education

- A rare 90% of the courses are taught by permanent staff
- Most courses are well described in terms of learning outcomes

Opportunities for Program Improvement and Enhancement

- Program requirements are somewhat rigid; students do not have the capacity to take many electives outside of the program
- Heavy reliance on on-line courses
- Majority of assessment occurs near the end of the term and practical assessment/proficiency development/testing is lacking
- The positive features of the program and supports at the university are not well communicated prior to student enrolment

The External Review

The site visit took place on June 13 and 14, 2016. The reviewers met with members of the Faculty as well as key stakeholders at the University. The Faculty was grateful for the thoughtful and thorough review provided. The external reviewers recognized the high quality of the faculty, the rigorousness of the program and the use of cutting-edge technologies on laptops and in the laboratories. The reviewers identified 11 recommendations, some of which have multiple components.

Summary of Reviewer Recommendations and Faculty Responses

Recommendation 1

The motto of the university is “Challenge-Innovate-Connect”. We believe that this can be used as a promotion tool and as a way to better integrate students starting on their first day at UOIT. The students can be challenged through the use of proficiency assessments in their first year. These assessments can be in the areas of writing, communication, math, and technical skills (e.g. safe pipetting, micro-pipetting, etc.). Students can innovate as they become more efficient in using technologies, knowledge and skills in their courses and labs, and through research experiences as volunteers, research assistants, or Honours. They have the capacity to connect again through research activities as well as COOP where they can be connected to the workplace. We should also not forget the power of the teaching assistants in connecting the students to potential research projects, faculty and opportunities for future graduate studies. One word can be added strategically to help build your program and even to help recruit and retain students: confidence. Using minor refinements to the existing program can better “Challenge Innovate Connect” students and instill confidence through demonstrated proficiency so that they are better prepared for the marketplace or graduate studies.

Response

The reviewers’ recommendations here represent an effort to align the educational experience with UOIT’s core philosophies. The faculty note that institutional mottos can change however they will consider the extent to which they profile the ways in which biology students “Challenge-Innovate-Connect”, including learning outcomes and assessments that can be tied to this motto.

Recommendation 2

While it is remarkable to see the program being very well structured, this does not give the opportunity to students to experience fully a university system as a place of higher learning. It is expected that during their stay at university, they would develop not only skills and competencies in a specific discipline but

also explore and develop other aspects of their knowledge. Much of this knowledge is to come from other disciplines such as social sciences, humanities, etc. We recommend that the program examine the possibility of making the program somewhat more flexible by reducing mandatory courses in favour of allowing students to take courses in other programs. It may add flexibility in the upper years of the program where there are already some challenges with the diversity of electives in Biology. This aligns well with one mission of the university to “Foster a fulfilling student experience”.

Response

This recommendation is well-aligned with a current Faculty priority. As part of the Faculty’s strategic unit plan, they are currently conducting a broad review of the undergraduate science curricula with a view to: (i) reducing the number of courses required in majors and minors, to allow students to more easily complete a major and minor in approximately four years; (ii) reducing the number of course offerings (e.g., removing low-enrollment classes and/or offering some courses every other year); (iii) reallocating savings to provide course releases for faculty to support enhanced research productivity. The intention is to enhance flexibility for students and reallocate resources.

Recommendation 3

The program should have an open discussion on the balance of lectures, on-line and hybrid courses to ensure that quality teaching is maintained. It is important to acknowledge that on-line courses are often more demanding in terms of time than lecture courses as students tend to work outside of class time (evenings/weekends).

Response

The program faculty are committed to reflecting on the current distribution of delivery modes among courses in relation to perceived student needs and resource constraints and opportunities. The Faculty notes the following: (1) currently, 80% of courses (24 of 30) are delivered in a face-to-face format; (2) we are largely a commuter campus; (3) we are very thoughtful about the differences between face-to-face and online/hybrid course delivery, particularly in terms of effective teaching and learning.

Recommendation 4

The program should ensure that BIOL3010U (Laboratory Methods in Molecular Biology) is taught at the same time as BIOL4040 (Applied Molecular Biology). In this way, students would follow better with theory and practice and this may reduce the time required by students in understanding the lab material. If this isn’t possible due to scheduling challenges, perhaps BIOL4040 could be taken before BIOL3010, thereby providing another lab opportunity in their final year.

Response

The plan is to convert BIOL3010 to a 4th year course and make BIOL4040 a prerequisite. This may require some modifications to the learning outcomes of BIOL4040 or the removal of BIOL4040 completely and replacement with a new 4th year course.

Recommendation 5

The program should work with the Dean and the university to find a space that could serve as a lab for courses that currently do not have a lab component. Practical skill development in these courses is very important and most universities will have labs associated with those courses.

Students made specific requests for more laboratory opportunities in the program. Absence of a Biochemistry lab is notable and would seem to be uncommon at most universities. Perhaps this content is distributed among other courses.

Response

The Faculty will review the distribution of labs across courses. For context: (1) 13 of 40 courses in the biology degree have a lab component; (2) these are mostly concentrated in 1st through 3rd Year (currently considering whether or not a few of the 3rd year lab courses should be moved to 4th year); (4) top students can apply to participate in a two-semester Honours thesis in 4th year, which almost always involves additional laboratory experience. The program is also consider whether or not to add an additional lab experience course option, much like the Chemistry program recently added.

Recommendation 6

Early assessment of the students may help to retain some of them in the program. We recommend that lab skills and knowledge be tested earlier in the semester. The heavy reliance on final tests and exams does not help assess student's acquisition of knowledge and skills. Proficiency tests do not have to be extensive but they are key to a student developing laboratory competence and confidence. As it was discussed during the visit, it is one thing to practice but another thing to demonstrate that the student has acquired proficiency with a specific skill.

Response

The faculty will be examining lab curriculum to identify potential ways for students to get the most out of these sessions. Student assessment in the labs currently occurs throughout the term. The faculty strongly support a Biology Foundations course offered in the first semester which can focus on many of the key skills (measurement, data analysis, communication, hypothesis testing) needed to succeed. A foundations courses would replace the one of the current MATH courses (see below) which would not only allow delivery of critical material that cannot be adequately covered in existing courses or labs but provide flexibility to introduce new content based on changing needs of incoming students.

Recommendation 7

We were very surprised to learn that when a student missed a mid-term exam, the marks were transferred to the final exam rather than offering a deferred mid-term exam. We strongly recommend changing this practice. We found that final exams in many courses were already worth a high percentage of the grade (and many were cumulative). Such a practice may also induce anxiety and contribute to the transfer of students to other programs at UOIT, or even to other schools.

Response

The program will be discussing options related to this recommendation. One alternative possibility is to redistribute the marks associated with a missed mid-term exam across the entire remaining set of (non-lab) assessments, including quizzes, homework assignments, other mid-terms and the final exam.

Recommendation 8

With the phasing out of the computer fees, there may be an opportunity to introduce a "lab consumables" fee for teaching labs. The fee can be small (e.g. \$20 per lab) and attached to the use of consumables such as chemicals. The rationale is that currently your equipment is well maintained and relatively new. However, it is expected that maintenance costs and the need for additional equipment will increase over time. This means that a maintenance and replacement schedule should be developed

so the program is not strained when this happens inevitably. Facilities and resources are a definitive strength and should be maintained by the program to ensure that you retain that competitive edge.

Response

The Dean has requested a new line in the Faculty budget to help cover equipment maintenance and replacement costs. The University budget for 2017-18 has been approved. Discussions related to this are ongoing.

Recommendation 9

This recommendation can be divided into two parts. The first part relates to the replacement in the near future of the Tier 1 CRC. It is essential for the program and the university to start the process soon to make sure that UOIT retains the CRC position, and preferably in the same field considering the investment already made by the university in the aquatic toxicology fish facility and teaching specialization. This is a very strategic field of research, it distinguishes UOIT from other universities, and this aligns well with one mission of the university to “advance the highest quality of research”. The second part is for the program to start discussion of its future and the schedule of personnel replacement considering the possibility that many people could leave at the same relative time. This is important for the continuity of the program and for maintaining its quality.

Response

The Faculty will be allocated a replacement CRC. The Faculty notes that succession planning for the program seems to be much less of an issue at this point. Given the relatively young age of the university and faculty, high attrition is unlikely in the next 15-20 years.

Recommendation 10

Knowing how students feel about the program and the unfortunate decline in the number of first year students, it is critical for the program and the university to work together in better profiling the program. The current students are great ambassadors in this regard. They had very good comments about your program as outlined in this report. We feel that this is an urgent matter that will require some spending on advertising but with opportunity for rapid simple payback.

Response

This recommendation is in alignment with the recently-developed Faculty strategic plan. The Faculty is currently involved in a number of target recruiting efforts, including: high school Science Days (bringing students from Durham high schools to campus twice a year); the development of a STEM workshop for girls in the Durham Region, in collaboration with the local school board; the development of an additional workshop and other materials for a STEM-based recruiting event in the Peel District.

Recommendation 11

The program and the Faculty of Science must work together with the university to develop policies and documents to allow faculty members and associated organizations to have volunteer students working in their labs. This is a normal and common practice in universities and is a very positive experience for the students. This is often where they can really develop their skills and decide whether they want to go to graduate studies. Policies and documents are available in many universities and so there is no need to develop these from scratch. This should be implemented immediately to foster a better training environment.

Response

A draft proposal based on this recommendation has been developed by the Faculty of Science. It has been forwarded to the Office of Research Services for review and further development.

Plan of Action

The table below presents a timeline of the actions planned to address the recommendations from the external report.

Proposed Action	Timeline	Person/Area Responsible
Complete a curricular review, with recommendations and assessments of numbers of section reductions submitted to Dean and Faculty Council	Summer 2017	Program faculty, in consultation with the dean
Review distribution of traditional, online and hybrid course offerings and revise if necessary	December 2017	Program faculty
Convert BIOL 3010 to a 4 th year course, make BIOL 4040 a prerequisite	December 2017	Program faculty
Review distribution of lab course offerings across the curriculum and assess any new opportunities for additional in-course experiential learning	December 2017	Program faculty
Seek additional funding to support lab consumables / instrument maintenance and replacement	May 2017 (update)	Dean
Development of a Biology Foundations course/revision of Math course requirements	December 2017	Program faculty, in consultation with Dean and Math program director
Review policy options for missed mid-terms	December 2017	Program faculty
Review recruitment strategies	December 2017 (update)	Program faculty
Review progress on developing volunteer policy	December 2017 (update)	Dean, in consultation with other university stakeholders

Due Date for 18-Month Follow-up on Plan of Action: February 2018

Date of Next Cyclical Review: 2023-2024



FINAL ASSESSMENT REPORT
September 2017
Bachelor of Health Sciences in Medical Laboratory Science
18-Month Follow-Up
Dean: Dr. Lori Livingston

Under UOIT's Quality Assurance Framework, all degree programs are subject to a comprehensive review every eight years to ensure that they continue to meet provincial quality assurance requirements and to support their ongoing rigour and coherence. Program reviews involve several stages, including:

1. A comprehensive and analytical self-study brief developed by members of the program under review.
2. A site visit by academic experts who are external to and arm's length from the program who prepare a report and recommendations on ways that it may be improved based on a review of the program's self-study and supporting material, and a two day site visit involving discussions with faculty, staff and students and a tour of the facilities.
3. Development of a plan for improvement by the program and proposed timelines for implementation.

All programs that undergo a review must provide a report eighteen months after the completion of the review to gather information on the progress that has been made implementing the agreed upon plans for improvement.

In 2014-2015 a program review was scheduled for the Bachelor of Health Sciences in Medical Laboratory Science program. The program has submitted to the Provost's Office a comprehensive chart outlining the achievements they have made relative to the action plans resulting from the review. A summary of these achievements is provided below. The summary report is reviewed by the appropriate standing committee of Academic Council, and is subsequently reported to Academic Council, the Board of Governors and the Quality Council.

The program review site-visit was completed October 20-21, 2015. Since that time, the Faculty made significant progress in implementing the plan of action from the program review.

Investigate UB 3075 for use as a non-Biosafety Level II teaching space and consider moving predominantly microscope-based activities into the space.

After negotiations with the faculty of Science, the lab has been converted to Biosafety Level II to allow course flexibility and the Faculty of Health Sciences has the use of the lab for 2.5 days per week beginning in the Fall 2017 semester.

University of Alberta (U of A) or Dalhousie site visit to investigate strategies to address current constraints, as those programs identified similar challenges.

The Dean and Program Coordinator visited the U of A in the Fall of 2016. The policies, processes and models embedded in the U of A program were used to generate action items within a go-forward plan to enhance governance, mitigate faculty workload concerns, and build teaching capacity within the program.

Form a planning subcommittee and create a plan that aligns with other strategic, academic, and research plans. The plan will address current faculty workload, the needs to build teaching capacity, and succession planning. Several initiatives need to be explored in order to inform the plan and to achieve overall success:

- 1. The Faculty of Health Sciences Teaching Faculty (TF) Workload Joint Working Group to review and report workload recommendations for the 2016/17 academic year.***
- 2. Faculty of Health Sciences Dean, with support from the current Medical Laboratory Science Program Coordinator, appoint a PhD trained faculty member from within the Faculty of Health Sciences current faculty complement.***
- 3. The Faculty of Health Sciences' Dean, Planning and Budget Officer (PBO), and Medical Laboratory Science Program Coordinator research and develop a plan to hire Medical Laboratory Assistant(s) (MLA) and/or multidisciplinary Medical Laboratory Technologists (MLT), as well as to appoint adjunct PhDs, to augment the current staffing model. This would enable the program to mitigate risk created by staff absences and to build human resources capacity for the future.***

The Dean presented an overview and Plan of Action to the Med Lab team in Fall 2016. The plan outlined addresses a growth vision for the program, space and equipment concerns, faculty workload, and governance moving forward.

1. Individual meetings with the program coordinator to discuss any workload concerns were initiated fall 2016.

- The addition of TA marking support to each course was approved by the Dean/PBO for 2016-2017.
- For 2017-2018, the Faculty identified the fulltime faculty teaching assignments by November 1. In the past, these assignments would have been determined in conjunction with the May Performance Evaluation processes. This is an important move as it will allow the Faculty to post sessional opportunities much earlier than in the past.

2. Dr. Holly Jones Taggart, an Associate Professor within Faculty of Health Sciences, has been appointed director of the Medical Laboratory Sciences Program effective July 1, 2017. Dr. Jones Taggart designed and now delivers a Molecular Techniques course in the third year of the Med Lab program, conducts lab-based health sciences research and has served previously as the Associate Dean within the Faculty, as well as the director of the BHSc program.

3. The addition of TA marking support to each course was approved by the Dean/PBO for 2016-2017.

- Sessional contracts for 4 MLT instructors were approved Fall 2015. Two former UOIT MLSc graduates were hired as sessional or temporary instructors within the program for 2016-2017 to build capacity within each discipline.

- An administrative course release has been approved to create a new structure to further explore sustainable governance options within the program. This position is related to accreditation and quality assurance.

Next Scheduled Program Review: 2021-2023