UNIVERSITY OF ONTARIO INSTITUTE OF TECHNOLOGY MINUTES OF THE 75th REGULAR MEETING (PUBLIC SESSION) and ANNUAL GENERAL MEETING OF THE BOARD OF GOVERNORS

DATE: June 20, 2012 PLACE: ERC 1058

TIME: 2:00 p.m.

GOVERNORS: Peter Williams, Chair (joined the meeting at 2:41 p.m.)

Larry Seeley, Vice-Chair (Acting Chair)

Michael Angemeer Garry Cubitt Brian Cutler John Friedlan Adele Imrie Robert Marshall Doug McKay John McKinley Michael Newell Kevin Pope Glenna Raymond Gerry Warman

Franklin Wu Tim McTiernan, President

REGRETS: Patricia MacMillan

Robert Salem

Heather White

Ann Stapleford-McGuire

BOARD SECRETARY: Marika McKetton

STAFF: Craig Elliott, CFO

Murray Lapp, VP HR & Services

Brad MacIsaac, Assist. Provost Planning & Analysis

Olivia Petrie, Academic Council Secretary MaryLynn West- Moynes, VP External Relations

GUESTS: Lisa Banks, Director, Communications and Marketing

George Bereznai, Dean, Energy Systems & Nuclear Science

Victoria Choy, Registrar

CALL TO ORDER

Acting Chair Larry Seeley called the meeting to order at 2:00 p.m.

INTRODUCTIONS

The Vice-Chair welcomed the guests Lisa Banks, George Bereznai and Victoria Choy.

ADDITIONS/DELETIONS TO THE AGENDA

None were noted.

CONFLICT OF INTEREST DECLARATIONS

Garry Cubitt, Robert Marshall, Michael Newell and Heather White declared a conflict regarding their reappointments and abstained from voting on the item.

APPROVAL OF PREVIOUS MINUTES

MOTION Moved by Adele Imrie

Seconded by Doug McKay,

"that the UOIT Board of Governors approve the Minutes of the Regular (Public) Meeting of the Board held May17, 2012, as presented."

CARRIED

PRESIDENT'S ANNUAL REPORT

President McTiernan presented his annual report, which included: an overview of key strategic initiatives; an update on infrastructure initiatives including the completion and opening of the Energy Systems and Nuclear Science Research Centre and the commissioning of the Automotive Centre of Excellence; and, an update on collaborations with Durham College and the re-launch of extensive work on Service Level Agreements. He also reported on UOIT's involvement in provincial and national activities through the Council of Ontario Universities (COU) and through the Association of Universities and Colleges of Canada (AUCC). Specifically, UOIT is a member of the AUCC negotiation team for the Access Canada agreement on copyright, a member of the COU "Research Matters" working group, and a member of the AUCC Standing Advisory Committee on Educational Issues and Funding. He also reported on internal activities and external activities, including participating on the Council of Canadian Academies Expert Panel on Research Performance and Science Funding, and being part of the Durham Region mission to China and forming ties with universities there.

The Board congratulated President McTiernan on his numerous and outstanding achievements.

2011-12 AUDITED FINANCIAL STATEMENTS

CFO Craig Elliott gave an overview of the audited financial statements and responded to questions. Larry Seeley noted that as per the recommendation of the Audit and Finance Committee, \$2 million was put into a restricted working capital fund.

MOTION Moved by Garry Cubitt

Seconded by Gerry Warman,

"that the UOIT Board of Governors approve the 2012-13 audited financial statements, as presented."

CARRIED

HEALTH AND SAFETY POLICY

Murray Lapp presented the revised policy and responded to questions. It was noted that UOIT is very conscious of the need for regulatory compliance and reporting on compliance to the Board, starting this Fall. There will also be periodic audits to ensure safety of laboratories and other facilities.

MOTION Moved by Franklin Wu

Seconded by Adele Imrie,

"that the UOIT Board of Governors approve the revised Health and Safety Policy as presented, and be provided with regular reports on compliance."

CARRIED

STRATEGIC PLANNING

President McTiernan gave a comprehensive presentation on strategic planning priorities, outcomes and initiatives. The vision, mission and value statements will be reviewed to reflect Board input and to ensure alignment with the strategic plan.

The next steps are to consult with the campus community, refine statements, and present revised statements to the Board of Governors for approval in September.

The Board was impressed with UOIT's accomplishments enumerated by President McTiernan and asked for a copy of the list of accomplishments and the data he had presented.

UOIT GOVERNOR REAPPOINTMENTS

MOTION Moved by Adele Imrie

Seconded by Glenna Raymond,

"that the UOIT Board of Governors approve the reappointment of

- Garry Cubitt to August 31, 2014, to coincide with the end of his DC term;
- Robert Marshall to August 31, 2015;
- Michael Newell to August 31, 2015; and
- Heather White to August 21, 2015."

CARRIED

Garry Cubitt, Robert Marshall, Michael Newell and Heather White declared a conflict and abstained from voting.

NEW UOIT GOVERNOR APPOINTMENT

MOTION Moved by Franklin Wu

Seconded by Robert Marshall,

"that the UOIT Board of Governors approve the appointment of Miles Goacher to the UOIT Board of Governors for a 3-year renewable term from September 1, 2012 to August 31, 2015."

CARRIED

2012-13 UOIT BOARD AND BOARD COMMITTEE MEMBERSHIP

MOTION Moved by Garry Cubitt

Seconded by John McKinley,

UOIT BOARD COMPOSITION

12 External Governors

- 1. Larry Seeley, Chair
- 2. Ann Stapleford-McGuire, Vice-Chair (LGIC appointment)
- 3. Peter Williams, Vice-Chair
- 4. Michael Angemeer
- 5. Garry Cubitt (copopulous)
- 6. Miles Goacher
- 7. Adele Imrie
- 8. Robert Marshall
- 9. John McKinley
- 10. Michael Newell (copopulous)
- 11. Glenna Raymond
- 12. Heather White

5 Elected Governors

- 13. Rupinder Brar (Elected Teaching Representative)
- 14. Andrea Slane (Elected Teaching Representative)
- 15. Marj Rempel (Elected Non-Teaching Staff Representative)
- 16. Rami El-Emam (Graduate Student Governor)
- 17. Zaid Keldani (Undergraduate Student Governor)

2 Ex Officio Governors

- 18. Tim McTiernan (President and Vice-Chancellor)
- 19. Perrin Beatty (Chancellor)

[&]quot;that the UOIT Board of Governors approve the Board and Board Committee composition for 2012-13 as follows:

UOIT BOARD COMMITTEE MEMBERSHIP FOR 2012-2013

Executive Committee

Larry Seeley, Board Chair

Ann Stapleford-McGuire, Board Vice-Chair; Chair Governance, Nominations & Human Resources Committee

Peter Williams, Board Vice-Chair

Adele Imrie, Chair Audit & Finance Committee

Robert Marshall, Chair Investment Committee

John McKinley, Chair Advancement Committee

Glenna Raymond, Chair Planning & Strategy Committee

Tim McTiernan, President (ex-officio)

Audit & Finance Committee

Adele Imrie, Chair

Garry Cubitt

Miles Goacher

Robert Marshall

Ann Stapleford-McGuire

Tim McTiernan, President (ex-officio)

Larry Seeley, Board Chair (ex-officio)

Advancement Committee

John McKinley, Chair

Michael Angemeer

Robert Marshall

Andrea Slane

Tim McTiernan, President (ex-officio)

Peter Williams, Board Vice-Chair (ex-officio)

Janet Ecker, External Community Member (non-voting)

Bob Strickert, External Community Member (non-voting)

Planning and Strategy Committee

Glenna Raymond, Chair

Rupinder Brar

Rami El-Emam

Zaid Keldani

Robert Marshall

John McKinley

Marj Rempel

Peter Williams

Tim McTiernan, President (ex-officio)

Larry Seeley, Board Chair (ex-officio)

Investment Committee (Sub-committee of Audit & Finance Committee)

Robert Marshall, Chair

Miles Goacher

Peter Williams

Tim McTiernan, President (ex-officio)

Larry Seeley, Board Chair (ex-officio)

Governance, Nominations, & Human Resources Committee

Ann Stapleford-McGuire, Chair

Michael Newell

Glenna Raymond

Heather White

Tim McTiernan, President (ex-officio)

Murray Lapp, VP HR & Services (non-voting, for HR items)"

2012-13 UOIT BOARD MEETING SCHEDULE

MOTION Moved by Heather White

Seconded by Franklin Wu,

"that the UOIT Board of Governors approve the 2012-13 UOIT Board meeting schedule as follows:

BOARD of GOVERNORS – Meets 6 times a year from 2 - 5:00 PM on:

75th - Sept. 13, 2012

76th - Nov. 22, 2012

77th - Jan. 17, 2013

78th - Feb. 14, 2013

79th - Apr. 18, 2013

80th - Jun. 19, 2013 (all day Annual General Meeting)."

CARRIED

APPOINTMENT OF BOARD OFFICERS FOR 2012-13

MOTION Moved by Doug McKay

Seconded by Michael Newell,

"that the UOIT Board of Governors appoint Craig Elliott as Chief Financial Officer for UOIT, as a board officer for the academic year from September 1, 2012 to August 31, 2013; and

that the UOIT Board of Governors appoint Olivia Petrie as Acting Board Secretary for the UOIT Board of Governors from July 1, 2012 until such time as the permanent University Secretary and Legal Counsel is recruited, and that the person recruited as the University Secretary and Legal Counsel act as Board Secretary effective from the date of appointment for the balance of the 2012-13 academic year."

CARRIED

HUMAN RESOURCES ACTIVITY REPORT 2011-12

Murray Lapp presented the Human Resources Activity Report for 2011-12. The Board commended Murray Lapp and his team on an excellent report which gives governors a better appreciation of the depth and breadth of some of the work undertaken in UOIT.

MOTION Moved by Garry Cubitt

Seconded by Michael Newell,

"that the UOIT Board of Governors accept the following information report as written: Human Resources Activity Report 2011-12."

CARRIED

LABOUR RELATIONS

Murray Lapp reported that the Ontario Labour Relations Board had voted in favour of the UOIT Faculty Association's request for voluntary recognition for the Teaching Faculty group of employees. As a result, there are now 4 academic bargaining units.

The Faculty Association represents two bargaining units: the Tenure and Tenure Track Faculty; and the Teaching Faculty (i.e., full time continuing employees focused on teaching).

The Public Service Alliance represents two bargaining units: Teaching Assistants and Research Assistants: and Sessional Lecturers.

MOVE TO ADJOURN

MOTION	Moved by John McKinley	Seconded by Garry Cubitt,
"that the me	eting adjourn."	
		CARRIED
The Public S	dession adjourned at 3:40 p.m.	
Peter Williams, Board Chair		Marika McKetton, Board Secretary