



BOARD OF GOVERNORS' 121st REGULAR MEETING

**Minutes of the Public Session of the Meeting of Thursday, December 9, 2021
1:00 p.m. to 2:45 p.m., Video Conference**

GOVERNORS IN ATTENDANCE:

Dietmar Reiner, Board Chair
Laura Elliott, Vice-Chair and Chair of Audit & Finance Committee
Maria Saros, Vice-Chair and Chair of Governance, Nominations & Human Resources Committee
Lynne Zucker, Chair of Strategy & Planning Committee
Steven Murphy, President
Mitch Frazer, Chancellor
Eric Agius
Ahmad Barari
Carla Carmichael
Kevin Chan
Stephanie Chow, Vice-Chair of Audit & Finance Committee
Christopher Collins
Francis Garwe
Kathy Hao
Kori Kingsbury
Matthew Mackenzie
Dale MacMillan
Joshua Sankarlal
Kim Slade
Trevin Stratton
Roger Thompson
Jim Wilson

REGRETS:

Doug Ellis
Thorsten Koseck

BOARD SECRETARY:

Becky Dinwoodie, *Associate University Secretary & Judicial Officer*

STAFF:

Jamie Bruno, *Chief Work Transformation and Organization Culture Officer*
Stephanie Callahan, *Assistant to the Provost & VP Academic*

Sarah Cantrell, *Associate Vice-President, Planning & Strategic Analysis*
Cheryl Foy, *University Secretary & General Counsel*
Barb Hamilton, *Assistant to the University Secretary & General Counsel*
Krista Hester, *Assistant to the Provost & VP Academic*
Les Jacobs, *VP, Research and Innovation*
Lori Livingston, *Provost & VP Academic*
Brad MacIsaac, *Vice-President, Administration*
Joanne Nickle, *Assistant to the VP External Relations & Advancement*
Susan McGovern, *VP External Relations & Advancement*
Pamela Onsiong, *Director, Planning & Reporting, Finance*

GUESTS:

Andrea Armijo Fortin
Chelsea Bauer
Bin Chang
Ana Duff
Mike Eklund
Salma Karray
Hossam Kishawy
Nelson Lafreniere
Qusay Mahmoud
Kimberley McCartney
Christine McLaughlin
Kimberly Nugent
John O'Reilly
Natalie Oman
Hannah Scott
Phillip Shon
Andrea Slane
Peter Stoett
Toba Bryant

1. Call to Order

The Chair called the public session to order at 1:00 p.m.

2. Agenda

Upon a motion duly made by L. Elliott and seconded by R. Thompson, the Agenda was approved as presented.

3. Conflict of Interest Declaration

None.

4. Chair's Remarks

The Chair kept his remarks brief. He welcomed back the returning governors and extended a special welcome to E. Agius, A. Barari, C. Carmichael, M. Mackenzie, and C. Collins, and J. Sankarlal to their first full Board meeting. The Chair thanked the newest governors and the entire Board for volunteering their time to the university. He noted that many governors have been busy with committee meetings, the presidential renewal process, and other initiatives at the university. He is confident that the Board will make great progress this year.

5. President's Report

The President commented that it is great to see everyone and he hopes to see everyone in person soon. He noted that the fall semester is almost over. Time seems different during the pandemic world. He delivered a strong message of thanks to faculty and staff for their hard work. The university continues to deliver top notch programs to our students. Innovations continue to be made in the classroom (virtual and in person). The President shared that there is great reason for optimism and hope at the university.

The President briefly discussed COVID. The university is working at about 50% capacity in the fall. He has received positive feedback from the community regarding the gradual return to campus. It is important to acknowledge that the pandemic has been a mental health crisis as well as a public health crisis. The President reported that the vast majority of the university community is double vaccinated and will continue along that path with additional doses. The plan is to increase on campus capacity from 50% to 60%. They are keeping a close eye on the Omicron variant. He also reminded governors that what we are talking about today will not be what we are discussing a few weeks from now. He thanked the senior leadership team for implementing the vaccine policy.

The President reported that the Brilliant Energy Institute has a new Executive Director, Jackie Hoornweg. He noted that multiple faculty have been working on this initiative. The Institute will also be helped by the recent donation from the Scion family. He also discussed Ontario Tech Talent, which continues to make progress towards being in a cash flow positive position in several years. The President also discussed the Aging with Dignity Centre. The pandemic has exposed vulnerabilities in long term care centres. The emphasis will be on best practices in care for the aged. This initiative aligns well with Tech with a Conscience, as we explore the use of technology in ensuring people can age with dignity.

F. Garwe expressed his gratitude for the development of the Institute for Disability and Rehabilitation Research and the Aging with Dignity Centre. These are important for the Durham community. That the university is playing a part in finding solutions for the future is highly commendable. F. Garwe gave kudos to the leaders and Deans for their work on

these centres. The President acknowledged the work of the Faculty of Health Sciences and all faculty involved in the development of the Aging with Dignity Centre.

6. Academic Council

L. Elliott delivered the Academic Council report. She reported that the work of Academic Council and its committees is well underway and a lot of work has been done already. Council continued its strategic discussions focused on blended learning by holding a session on November 12, where Academic Council received an overview of the key takeaways from last year's blended learning discussions and Dr. Stephan Marsh presented about the innovative pedagogical approaches he has implemented, including demonstrating the light board he constructed. There are 3 additional strategic discussions scheduled throughout the year, focusing on the priorities of: Good Governance, Blended Learning, and EDI.

During the last meeting, a presentation was given on the 2022-2023 Budget Approach and Council had a robust discussion. She heard a number of asks for more faculty, staff, TA support, and equipment. Management noted they expected the asks to far outweigh the funds available and they remain committed to finding efficiencies and identifying net new resources available to fund priority areas.

L. Elliott reported that Academic Council appointed its second Vice-Chair, Elita Partosoedarso, under the new Vice-Chair selection procedures, as well as Faculty Council Vice-Chairs under the recently approved new procedure. Council also confirmed the eligibility for graduation of those students who fulfilled all degree requirements at the end of the Summer and Fall Terms of 2021 and recommended the conferral of degrees by the Chancellor

L. Elliott advised that Academic Council approved the following academic curricular items:

- Faculty of Science Major Program Modification – Bachelor of Science in Biological Science – Marine Biology Specialization
- Faculty of Business and Information Technology - Major Program Modification: Bachelor of Commerce
- Toronto District School Board English Language Proficiency Partnership
- Research Committee Terms of Reference (formerly Research Board)
- Major Program Modification - Bachelor of Engineering Co-Op

Council also received the following reports from the Undergraduate Studies and Graduate Studies Committees, which are available for review on the Council's website:

- Cyclical Program Reviews:
 - Faculty of Science – Bachelor of Science in Forensic Science;
 - Faculty of Social Science and Humanities – Bachelor of Arts in Forensic Psychology;

- Faculty of Energy Systems and Nuclear Science – Master of Engineering in Nuclear Engineering, Graduate Diploma in Nuclear Design Engineering, and Graduate Diplomas in Nuclear Technology;
- Faculty of Education – Bachelor of Education 18-month Follow-up Report;
- Bachelor of Science in Applied and Industrial Mathematics

We are off to a good start and she looks forward to continuing to inform the Board about the great work being done by Council and its committees until a new Board liaison is appointed.

(J. Sankarlal joined at 1:24 p.m.)

6.1 New Program Proposals:

(a) Faculty of Business and Information Technology – Master of Financial Data Analytics

L. Elliott presented the proposal for consideration.

Upon a motion duly made by R. Thompson and seconded by A. Barari, pursuant to the recommendation of Academic Council, the Board of Governors unanimously approved the establishment of a Master of Financial Data Analytics program, as presented.

(b) Faculty of Social Science and Humanities – Master of Arts in Social Practice and Innovation

L. Elliott presented the proposal for approval. There was a discussion regarding the program's enrolment projection. A. Slane advised that it is a unique program and the aim is to be reachable and realistic to begin with and then to grow the program later on. There was also a discussion about the reconstitution of the Teaching and Learning Innovation Fund. A governor commended the Faculty for including Indigenous content in the proposal.

The Chair remarked that the proposed program is extremely relevant in today's world and gave credit for the innovative thinking in developing the program. A. Slane advised that when it gets off the ground, they would appreciate the help in getting the word out about the program. P. Stoett added that students will do a research project based in the community and they could use help promoting it. P. Stoett thanked A. Slane for all of her work on the program and for the extensive consultation that was involved. The Chair encouraged them to reach out to the Board to help promote the program when the timing is appropriate.

Upon a motion duly made by L. Elliott and seconded by M. Mackenzie, pursuant to the recommendation of Academic Council, the Board of Governors unanimously approved the establishment of a Master of Arts in Social Practice and Innovation program, as presented.

(c) Faculty of Engineering and Applied Science – Master of Applied Science and Master of Engineering in Software Engineering

L. Elliott presented the proposal for approval.

Upon a motion duly made by M. Saros and seconded by A. Barari, pursuant to the recommendation of Academic Council, the Board of Governors unanimously approved the Master of Applied Science and Master of Engineering in Software Engineering, as presented.

L. Elliott thanked all faculty and staff who have worked hard in putting these programs together.

Committee Reports

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

L. Elliott reported that the committee had a very full agenda at their last meeting. The committee engaged in a strategic discussion on financial sustainability, focusing on reserves. She shared the following key points:

- there are often unexpected events/circumstances that occur that result in a surplus and there are other times when there are required set asides; and
- as buildings age, it is important to set aside funds to prepare for repairs - potential to set aside \$2.5m next year.

The committee also discussed the use of space and growth of the university. The committee reviewed its terms of reference, as well as recommended amendments to the Statement of Investment Policies.

Finance

7.1 Second Quarter Financial Reports

L. Elliott provided an overview of the second quarter financial reports. It was noted that it is anticipated that international growth will double over the next few years. With the domestic tuition cut and freeze, the only way to increase revenue is to increase international student enrolment. The university was near the lowest number of international students and has increased investment in recruitment and is taking a diversified approach.

The Board had the following questions and comments on the financials:

- Why has there been a decrease in enrolment for FESNS and are actions being taken to mitigate that decrease?

- L. Livingston advised that the university has been attempting to add new programs in FESNS for a period of time now as interest has been waning. They are mitigating the risk through interdisciplinary work and working with other Faculties to help increase enrolment.
- S. Cantrell added that they are looking at strategic enrolment management opportunities.
- Will online students be viewed differently in the future or is it too early? Would there be reduced costs associated with remote learning enrolments?
 - B. MacIsaac advised that tuition is the same whether a student is learning online or in person; while online learning does not have the same physical space requirements, there are additional IT and infrastructure requirements. This will continue to be looked at going forward.

7.2 Budget Assumptions

L. Elliott provided an update on the committee's budget assumption discussion and referred the Board to the budget discussion paper included in the meeting material. She emphasized that strategy is driving the budget and not the other way around. Management is anticipating asks in the amount of \$75m for a surplus of only \$3.5m. She highlighted the strategic priorities that would be the focus for the next year. L. Elliott also discussed the budget consultation process.

(M. Frazer joined at 1:55 p.m.)

The Board had the following questions and comments:

- good quality report;
- risk of decoupling KPIs from the budget – which KPIs are most at risk and what is the mitigation?
 - S. Cantrell advised they are working with the Ministry to look at identifying shorter and longer term impacts on metrics that are beyond our control; technical discussion with the Ministry to increase bands of tolerance to help mitigate any sharp turns as a result of the pandemic.

The Chair added that during the presidential renewal consultations, there was some feedback from international students that might be helpful to recruitment. He also noted that there is a wealth of opportunity in partnerships and getting revenue through research collaborations with Ontario Tech Talent, Brilliant Energy Institute, etc.

L. Elliott thanked staff for the comprehensive reports and thanked governors for their excellent questions and comments.

8. Governance Nominations & Human Resources Committee (GNHR) Report

M. Saros thanked the committee, the secretariat, and senior leadership team for a great start of the academic year. She reported on the committee's strategic discussion during their last meeting, which focused on the Future of Work.

She reminded governors that the virtual meeting survey has been posted in OnBoard and encouraged them to complete it as the results will help inform the approach to committee and Board meetings going forward.

8.1 Strategic Discussion: Draft Board EDI Statement

M. Saros presented the draft statement for discussion. She noted that the statement is meant to express the Board's commitment and set the tone at the university. She thanked the working group for their work over the summer, which was complemented by the work of C. Foy and B. Dinwoodie. M. Saros invited the governors to provide their feedback on the draft statement, which included:

- great work on the EDI statement; the statement was already developed before the community consultations for presidential renewal; suggest having a look at the community feedback to determine whether there is anything further to incorporate into the statement; is there room for a statement that captures the Board's commitment to supporting and advancing relationships with Indigenous communities; it is the Board's role to support, foster and monitor the advancement of EDI programs and support the work of reconciliation.
- How does the Board actualize the commitment? Suggestion to include a section in Board reports on how the proposal advances EDI.
 - M. Saros confirmed that the Board is going about things thoughtfully and deliberately – this is a helpful suggestion to incorporate going forward.
- Are we trying to be too specific by listing the groups that we would inadvertently exclude someone?
 - M. Saros advised that the committee was intentional about acknowledging equity deserving groups – important to include language about continuous knowledge building and education on the subject – the impetus to focus on equity deserving groups is consistent with where the dialogue is focused.
- Is the plan to underpin the statement with hard actions/targets to help ensure we are making progress?
 - M. Saros noted that the Board must be cautious about implementing hard targets and the unintended consequences.
- Suggestion to add “and other equity deserving groups/communities” to ensure the Board does not inadvertently exclude anyone.

(T. Stratton joined at 2:16 p.m.)

- M. Saros clarified that the statement is not carved in stone and can be updated as needed – it is a living and breathing document.
- Might be helpful to make it explicit in the statement that it is an evolving document and will be reviewed.
- Should consider including the EDI strategy in new program proposals as the work evolves.
- This is crucial work and the section in the statement about university culture is extremely important – ways to promote an inclusive culture is important – student population is diverse – discussed EDI requirements for applying for grants and for hiring faculty members – consider diversity in administration.

8.2 Update of Board 3-Year Governance Plan

M. Saros provided an overview of the proposed governance priorities that will assist with updating the Board’s governance plan. She highlighted the priority themes:

- Continued enhancement of bicameral governance
- Strengthening AC
- Adapting governance in time of change
- Reviewing skills matrix
- Continue to incorporate technology to improve engagement

M. Saros invited the Board’s feedback on the proposed priorities:

- The priorities align well with the university’s strategic priorities – the university does a great job on checking and adjusting the strategic priorities and it might be helpful to apply the same methodology to the governance plan to ensure that the entirety of the framework is effective in supporting the work of the Board.
- Learning opportunities have been excellent – helpful that they are 30 minutes, which helps accessibility.

9.Strategy & Planning Committee (S&P) Report

L. Zucker delivered the S&P report. She commented that it was nice to see a refreshed committee that is actively engaged. She thanked B. Dinwoodie for her support in helping meetings run smoothly. On the strategy side, the committee reviewed the key priorities for this year, which include: hybrid learning environment, innovations in pedagogy, and EDI. We can see those themes coming out during today’s meeting.

L. Zucker reported that the committee received a presentaiton from L. Livingston and S. Cantrell focused on the university’s integrated planning. As S. Cantrell settles into the

role, she will be very helpful to the community. The committee also started the Board retreat planning, which is tentatively scheduled for May 12.

The committee is now responsible for the oversight of major projects and contracts. She referred the Board to the project material included in the meeting package. She noted that the AVIN project will be wrapping up in early 2022. AVIN is a 5-year initiative that has been successful and they will be looking to extend it.

9.1 Project Updates – Questions Only

The Chair noted that the ACE expansion project is close to the finish line. He asked whether things are progressing to their satisfaction. B. MacIsaac responded that the big test will be during the December shut down. By the third week of January, they should have a good idea as to whether they will finish on time. B. MacIsaac advised that the deficiencies on the new building have gone from a 31-page deficiency list to 4 pages and the change orders outstanding are less than \$100,000.

10. Consent Agenda:

Upon a motion duly made by M. Saros and seconded by S. Chow, the Consent Agenda was approved as presented.

10.1 Minutes of Public Session of Board Meetings of June 24, 2021

10.2 Minutes of Public Session of A&F Meeting of June 16, 2021

10.3 Minutes of Public Session of GNHR Meeting of May 27, 2021

10.4 Minutes of Public Session of S&P Meeting of May 13, 2021

10.5 Minutes of Public Session of Investment Meeting of June 2, 2021

10.6 Statement of Investment Policies Update

10.7 Policy Against Violence in the Workplace

There was a question about the procedures – Have heard of other institutions asking victims of workplace violence to sign NDAs. Is there anything like that in our policies/procedures? S. Murphy advised that agreements reached with individuals are done on a case by case basis. C. Foy advised it is difficult to answer in the abstract as it involves privileged legal advice. The traditional approach to settling claims is to pay a sum in exchange for a confidentiality/non-disclosure agreement.

11. Information Items:

A&F

11.1 Freedom of Expression Annual Report

11.2 Internal Reserves/Surplus Discussion Paper

S&P

11.3 ACE Enhancement Project & New Building Project Updates

11.4 AVIN Project

GNHR

11.5 Board PD 2020-2021

11.6 2022 Board Election Process

12. Other Business

13. Adjournment

Upon a motion duly made by M. Saros, the public session adjourned at 2:37 p.m.

Becky Dinwoodie, Secretary