



**BOARD OF GOVERNORS' 124<sup>TH</sup> REGULAR MEETING  
& ANNUAL GENERAL MEETING**

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**Minutes of the Public Session of the Meeting Wednesday, June 29, 2022  
11:30a.m. to 3:00 p.m., Videoconference**

**GOVERNORS IN ATTENDANCE:**

Dietmar Reiner, Board Chair  
Laura Elliott, Vice-Chair and Chair of Audit & Finance Committee  
Lynne Zucker, Chair of Strategy & Planning Committee  
Steven Murphy, President  
Eric Agius  
Ahmad Barari  
Carla Carmichael  
Stephanie Chow, Vice-Chair of Audit & Finance Committee  
Christopher Collins  
Kathy Hao  
Kori Kingsbury  
Thorsten Koseck  
Matthew Mackenzie  
Dale MacMillan  
Joshua Sankarlal  
Kim Slade  
Roger Thompson  
Jim Wilson

**REGRETS:**

Maria Saros, Vice-Chair and Chair of Governance, Nominations & Human Resources Committee  
Kevin Chan  
Doug Ellis  
Mitch Frazer, Chancellor  
Francis Garwe  
Trevin Stratton

**INTERIM BOARD SECRETARY:**

Krista Hester, Assistant to the President

**STAFF:**

Jamie Bruno, Chief Work Transformation and Organization Culture Officer

Sarah Cantrell, AVP, Planning & Strategic Analysis  
Jackie Dupuis, Director, Risk Management  
Sara Gottlieb, General Counsel  
Barb Hamilton, Senior Executive Assistant  
Lori Livingston, Provost & VP Academic  
Brad MacIsaac, VP, Administration  
Amy Neil, Manager, Creative Brand & Marketing  
Joanne Nickle, Senior Executive Assistant  
Pamela Onsiong, Director, Planning and Reporting  
Yvonne Stefanin, Director, Philanthropic Gifts

## **GUESTS:**

Chelsea Bauer (UOITFA)  
Mike Eklund (UOITFA)  
Kimberley McCartney (OPSEU)  
Christine McLaughlin (UOITFA)  
Marie Polgar (PSAC)  
Dwight Thompson

### **1. Call to Order**

The Chair called the meeting to order at 11:30 a.m.

### **2. Agenda**

*Upon a motion duly made by M. Mackenzie and E. Agius the agenda was approved as presented.*

### **3. Conflict of Interest Declaration**

There were none.

### **4. Chair's Remarks**

The Chair welcomed everyone to the last meeting of the year and thanked governors for their participation, support and especially, the level of engagement from members. He thanked the Committee Chairs for taking on the extra workload that comes with the position. He thanked Steven and his staff for making the materials effective to help make the meetings productive.

He noted the highs, extreme lows and tremendous amount of stress on students, faculty and staff and how he was impressed by how people embraced positivity. He stated how proud he is of all of the accomplishments over the course of the year.

The Chair stated that this is his last meeting as Board Chair at Ontario Tech and that it has been a pleasure to get to know governors and work alongside everyone and he is certain that the board is going to be in good hands with the new Chair.

## **5. President's Report**

The President thanked the Chair for his leadership and remarked on how much he has done for the University, for governance and how he has pushed the senior leadership team and the entire University to be the best it can be.

He reflected on the Convocation ceremonies and how pleased he was. We held six ceremonies within the three days. The President noted that he was happy to be interacting with students and their families and that it was great to see the background of the campus in pictures. He thanked governors for coming and engaging with students, faculty and staff.

The President also stated that last week we gathered to celebrate the staff awards celebration. It was another great on campus event that reminded us of the power of in person engagement. We recognized and celebrated staff on their hard work, service anniversaries and personal contributions.

He stated that first year enrolments are up with a 33% increase in first year students. He thanked the Registrar and his team for all the work that goes into all stages of recruitment.

The President concluded by stating that we have gone through a couple years of more difficult times. We've had to draw down on reserves but it is important that the whole community understands the role of reserves and why they are there: for future investments – buildings or matches. He stated that the days of federal and provincial governments giving money with no strings attached is over and the expectation is that anything that is given will be matched by the institution. We are working to get our reserves back into a better position.

### **5.1. Becky Dinwoodie Memorial Fund**

The President thanked members for their donations to the Becky Dinwoodie memorial fund that have been made so far. As the funds are not quite to the amount we had originally planned for, our Chancellor has stepped in to match donations that come in during the meeting. He encouraged all to donate so we can get Becky's scholarship up for the Fall.

## **6. Correspondence**

### **6.1. Budget Inquiries – Guests**

The Chair noted that he received a request from M. Eklund to address the Board, the subject and purpose of the address is the University's budget, considerations regarding the budget surplus, and intentions around the use of that surplus with regard to restricted funds and other priorities that it might consider.

M. Eklund stated that he was presenting to the board on behalf of the three unions of employees on campus. He is concerned about the robust surpluses being presented and although recognizing the importance of allocating money to restricted funds and the value of targeting towards certain things there are things they would like the Board and

Administration to consider. The \$9.4M surplus is significant and through the presentation we haven't seen much for students, but lots more around the mission of the University. There are things beyond supporting the growth of the University besides buildings and capital.

The Chair thanked the guests for the presentation and reiterated the role of the Board versus management in the budget process. Management focuses on establishing the budget, forecasting the surplus and the Board provides the oversight. Through Audit & Finance, all is reviewed carefully and there are multiple conversations on how to utilize surpluses to advance all strategic priorities. In order to do that successfully, we have to keep an eye on long term sustainability. Reserves are an important part of the budget and in non profit organizations, all the money goes back into the university. In order to ensure ideas are getting put into the budget, the Chair suggested talking to your Dean or lead in the preparation and planning of budgets.

## **7. Academic Council**

L. Elliott provided an update from the May and June Academic Council meetings.

- At the May Academic Council meeting, L. Livingston provided updated the 2022 Programs & Quality Enhancement Annual Report and the 2022 Continuous Learning Annual Report;
- Council approved new members presented by the GNC;
- At the June meeting (earlier this week) B. Maclsaac and L. Livingston provided a 2022-2023 budget update to Council.
- The Registrar provided a graduate summary at the June meeting and updated Council on the Major Scholarship recipients.

### **AC approved the following items:**

- York Catholic District School Board Partnership
- Global Education Language Institute ELP Partnership
- Revised Policy Documents:
  - Auditing Courses Policy
  - Examination and Grading Policy
  - Registration and Course Selection Policy
  - Undergraduate and Professional Admissions Policy
  - Graduate Submission of Thesis, Project or Major Paper Policy

### **AC approved the following academic curricular items:**

- Major Program Modification: Bachelor of Allied Health Sciences
- Major Program Modification: Bachelor of Arts in Educational Studies

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

- UNIVERSITY NETWORK OF EXCELLENCE IN NUCLEAR ENGINEERING (UNENE) Program Review
- Program Review Final Assessment Report – Bachelor of Arts in Educational Studies and Digital Technology (ESDT) & Designing Adult Learning for the Digital Age (ALDA) Undergraduate Diploma

- Program Review Final Assessment Report – Bachelor of Allied Health Sciences

**AC received for information the following Procedures and Directives:**

- New Auditing Courses Procedures
- New Experiential Learning Directives

**AC was also consulted on the following:**

- Experiential Learning Directives

**COMMITTEE REPORTS:**

**8. Audit & Finance (A&F) Committee**

**8.1. Fourth Quarter Financial Reports –**

L. Elliott provided an update that at the June A&F meeting, P. Onsiang presented a detailed summary highlighting the net operating surplus for the year, after capital expenses, debenture and lease payments, is \$9.4M against an original balanced budget, and a \$3.4M net forecast surplus reported at the end of the 3rd quarter.

Members should be reminded that in the 2021-22 budget setting process the management team hoped to find about \$1-3.5M in-year for future reserves. This was aligned with the \$3.5M that has been planned each year since 2012.

Greater emphasis was provided noting the difference between the year-end \$9.5M and the Q3 forecasted 3.5M. As noted at A&F the majority of this was related to timing issues:

- Over \$2M in equipment purchases that just did not make it on campus before March 31st ... the funds will be out the door in the first few months of 2022-2023
- About \$1M of faculty start-up and PD that is specifically reserved for them for future years
- About \$1M of student supports as there was an incorrect forecast between university deadline and ministry deadline ... the funds will be out the door this summer
- Remaining 30% is a combination of unspent funds across a large number of units.

**Discussion:**

C. Collins: On the ground as a faculty member we continually hear that there is no money, however, we continue to see a surplus. It feels like we are working in a place that has no funds and there is a huge disconnect, and why our guests wanted to present to us. Can we plan more effectively so we don't have these significant surpluses?

- D. Reiner reiterated the comment that there may be a bit of additional information that is needed to communicate how the financial picture evolves. There is not a pot of gold accumulating.
- B. MacIsaac noted that the message is different to the various stakeholders. For example, we go out to students and donors and say that we are financially viable. However, when we talk to government and say we are not. The campus

community members are confused. How can the BWG do better through process so our stakeholders have a better idea. If we spent every dollar we said then we would have no money for reserves. Anticipate 3.5M in savings. When we hear about 9M it is really 2M of unplanned (less than 1%).

- S. Murphy also noted that you want to be running balanced budget or surplus and not be running a deficit as that is an alarm bell for further intrusion of our autonomy as a university and we are seeing that in many jurisdictions. We are trying our best to budget appropriately. The money we have to allocate to strategic initiatives is such a tiny fraction of what comes forward in asks and we need to put that in perspective. Conversations that happen on all campuses about budgets and surpluses – to gain a better understanding and to continue to talk about and educate what they are made of and why we are attempting a balanced budget and where surpluses go so there is not this belief that we have all this free money.

A. Barari: surplus is a good situation and very positive to see but also the present scenario. We are in the GTA with many universities around us. The agenda is to gain resources for research all over the world. We are experiencing difficulties in attracting PhD students. He referenced a petition that was signed last year by 60 faculty members, however, it didn't go forward is because of the cost to the budget.

- D. Reiner stated that our role as a Board is that all of us wear a hat that requires us to look across the entire university.

## **8.2. 2021-2022 Audited Financial Statements**

L. Elliott noted that at the A&F Committee meeting, P. Onsiang confirmed that the statement of financial position remains stable with a healthy cash and short-term investment balance.

The University continues to pay back its various debt obligations with a total repayment of \$8.0M in the fiscal year. This was offset by a new \$25.0M loan for the long-term financing of the Shawenjigewining Hall.

The Statement of Operations shows a surplus of \$12.0M.

Revenue increases includes an increase in specific operating and research grants, increase in tuition fees mostly attributable to international FTE increase, offset by a decrease in unrealized gains on endowed investments which reflects the ongoing concerns around inflation and interest rates, and the Russia-Ukraine war.

Expense net increase includes increases in salaries and benefits for new hires and annual salary increases and increase in supplies and expenses attributable to costs associated with the gradual re-opening of the campus facilities in the current year.

*Upon a motion duly made by L. Elliott and seconded by K. Kingsbury, that pursuant to the recommendation of the Audit and Finance Committee, the Board of Governors hereby approves the 2021-2022 Audited Financial Statements as presented.*

### 8.3. Internally Restricted Funds

Management is recommending that the \$9.4M surplus be internally restricted for future spending.

The first tranche of \$1.9M is reserved in compliance with contractual obligations or fee protocols including \$1.0M of faculty start-up and PD and \$0.8M of unspent student ancillary fees. The second tranche of \$7.8M is allocated as follows:

- As noted there is \$2.0M reserved as a timing issue and it is to be spent in the first half of 2022/23 on IT equipment and campus renovations that were delayed due to supply chain issues;
- \$1.0M each for student support and the Provost academic priorities under Learning Re-Imagined; and
- \$3.8M investment in capital fund, for deferred maintenance and renovations to 61 Charles as per the 2022/23 budget allocation.

Members should be reminded that in November the Board had a strategic discussion on the need for reserves. Management outlined that the Building Research Board book concluded that an appropriate total annual budget allocation for routine maintenance and capital renewal is in the range of 2-4% of the current replacement value (CRV) of those facilities. With over \$300M CRV this means at minimum Ontario Tech should be setting aside \$6M a year. With about \$2M in annual maintenance this means at minimum \$4M just for facility deferred maintenance.

*Upon a motion duly made by L. Elliott and seconded by M. Mackenzie, that pursuant to the recommendation of the Audit and Finance Committee, the Board of Governors hereby approves the 2021-2022 Internally Restricted Funds as presented.*

### 8.4. Tuition Fees 2022-2023 Correction

L. Elliott noted that S. Cantrell provided an update at A&F about the previously approved tuition fees for Police Leadership that came to the committee in February on a program basis in error. It is about aligning tuition fee for credit. She noted that the correction has a bit of an impact on domestic students being slightly higher than what was approved but contrary to what is in the memo it is significantly less for international; the difference is 14K less than what was approved in February. We aren't expecting any international students but we do need to post.

*Upon a motion duly made by L. Elliott and seconded by J. Wilson, that pursuant to the recommendation of the Audit and Finance Committee, the Board of Governors hereby approves the updated 2022-23 per course fee for the Police Leadership graduate diploma, as presented below:*

2022-23	Original Program Fee	Updated per Course Fee for Approval
Domestic	\$7,579.30	\$1,576.47

International	\$20,124.30	\$2,602.50
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*Note: The graduate diploma in Police Leadership is a 10-course program.*

### **8.5. Risk Management – Year End Report**

L. Elliott noted that the report has been provided for information. The risks of any University haven't changed in the past year and overall haven't changed in past ten years. B. MacIsaac had stated in the A&F meeting that only extreme risks would be brought forward and there were none. He talked about four operating risks including cybersecurity, health and safety, business continuity and equipment maintenance. There will be a small task force lead by B. MacIsaac and members of A&F to meet over the summer to review the objectives of the annual report to the Board and determine if a new presentation format is required. Recommendations from taskforce will be brought back to A&F in the fall. The main issue is looking at the appropriate level of detail to ensure sufficient information without getting bogged down with too much.

### **9. Governance, Nominations & Human Resources (GNHR) Committee:**

L. Elliott provided an update on behalf of the Chair, M. Saros. She drew members' attention to items in the consent agenda:

- Board schedule 2022/23 (item 11.1). The Committee discussed format for meetings moving forward, specifically full Board meetings and strategic offsites being held in-person and committee meetings being held virtually.

She noted that in working with the university secretary's office, we are planning to formally survey Governors in the summer months on formats for next academic year. We are also endeavouring to reschedule our Offsite Planning Session, which was cancelled earlier in the year, to a date in the Fall.

Further, at the last meeting we also approved the university's student governor – J. Sankarlal for another one-year term. This item is also for approval in the consent agenda for today (item 11.7). She congratulated and thanked him for his leadership.

### **10. Strategy & Planning (S&P) Committee:**

L. Zucker noted that the Committee met on May 12, which was just prior to the Ontario election. The Committee discussed COU advocacy, and possible implications of various parties winning the election. Also, the Committee received annual updates from the CIQE and Continuous Learning programs and the annual reports are posted in the information section of the board package. The Committee continued discussion on the best way to present the status of various infrastructure initiatives to ensure the committee can provide effective oversight.

The first major topic for the meeting was an update on the Campus Master Plan, with specific discussion on the planned approach for the new land on the downtown campus. Next, the Committee discussed progress on the compilation and presentation of Institutional



Metrics. This work has really progressed this year and S. Cantrell will give the board a presentation on this and materials have been provided in the board package.

### **10.1. Campus Master Plan Update**

B. Maclsaac led a presentation on the strategy for growth in downtown Oshawa. He stated that the Campus Master Plan, along with the Integrated Academic Research Plan help in looking into the future and the need for space considerations. He also noted that we are looking at getting out of leases that are coming up for expiration as well as focusing on downtown. As we have purchased 154 Bruce Street (adjacent to 61 Charles Street) we are thinking about the kind of building to be preparing for.

The motion for consideration is to allow management to explore public and private partnerships and start discussions and we would come back to the Board before moving forward. This process will not result in any commitment by the University to purchase any goods or services or enter into any kind of agreement with any potential partner.

Discussion from the Board included:

- D. Reiner – there are pluses and minuses with public and private partnerships and it is very innovative and good to have a strategy in place.
- D. MacMillan – huge fan of private/public partnerships, however, successful ones are part of broader strategy. Any restrictions from provincial government should be taken into consideration. Also, it is good to know the development plans for Oshawa. There is premise you want to keep within a certain area but longer-term, what kind of public/private partnerships can you develop within the Durham Region.
  - B. Maclsaac – longer term: this is a focus on one building for 2027/2030 but we are working on a real estate strategy and connection to the full campus. Land is where the University has some value. It's now past just the north and downtown locations for Oshawa (i.e. downtown Toronto or other locations). We are connected with Oshawa and have long-term connections there. He stated that we have learned more and more over the last two weeks and we are working with the University of Toronto (lots of experience with this) as they are helping us walk through steps that the University has to go through; legal connections and lessons learned.
- A. Barari – what is the partnership about and commitments for our side?
  - B. Maclsaac – other universities were able to do a land lease to a group to come in and build a residence (if we had the bottom floor and then they built a residence above). The developer would put money in for the full building and they would take a higher amount of revenue until they were paid back and then it would become a 50/50 partnership. He confirmed that we will keep the land (not selling it).
- K. Kingsbury – any risk with regards to government if we secure a robust partnership?
  - B. Maclsaac – there is always risk there, something to keep an eye on.

*Upon a motion duly made by K. Kingsbury and seconded by E. Agius having received the Campus Master Plan Update, and pursuant to the recommendation of the Strategy and Planning Committee, the Board of Governors hereby authorizes the university to proceed with public tendering in search of development partners.*

## **10.2. Institutional & SMA3 Metrics**

L. Elliott noted that this has been evolving rapidly under the leadership of L. Livingston and S. Cantrell and that the Board benefits to see metrics.

S. Cantrell presented the proposed metrics to track and report on our success towards our goals as outlined in the Integrated Academic Research Plan. She explained the principles for developing draft metrics including: 1. Aligning with our Integrated Academic Research Plan priorities; 2. Data exists and can be systematized to track year-over-year progress; 3. Complement but do not duplicate SMA3 metrics; and 4. Meaningful number of metrics: 3-5 per priority.

She spoke about the SMA3 metrics, where we have a good portion of operating grant and the institutional metrics – distilling who are as institution. There is a suite of those metrics; explaining who we are (a comprehensive access institution) what we do (transformational education and research excellence). It also identifies work integrated learning, partnerships, faculty teaching ratios, student satisfaction with what we are offering, space we have, flexible format in which we offer our courses and looking at the University industry chairs and institutes as measure as well.

She remarked that a key piece of feedback received was to get this “at a glance”. Plotting what we have: Tech with conscience, Learning Reimagined, etc. and the 19 metrics to demonstrate to the community and the Board how these align with the priorities. Her office is working on this and taking feedback and creating and pulling multi year data and validating the information. They are getting the data definition so the community understands what we are measuring. Visualize and strategies for uni community to engage in and make a difference in metrics as continuous improvement.

She also noted that the SMA annual report will show performance against target and where we might have exposure and financial risk.

S. Cantrell presented the “at a glance data” to show where we are at.

## **11. Consent Agenda**

- 11.1. 2022-2023 Board Schedule
- 11.2. Appointment of Interim Board Secretary 2022-2023
- 11.3. Minutes of the Public Session – Board of Governors April 28, 2022
- 11.4. Minutes of the Public Session – Audit & Finance – April 13, 2022
- 11.5. Minutes of the Public Session – GNHR – March 31, 2022
- 11.6. Minutes of the Public Session of S&P – March 17, 2022
- 11.7. Election Results
- 11.8. 2022-2023 Endowment Disbursement

*Upon a motion duly made by M. Mackenzie and seconded by E. Agius, the Consent Agenda was approved as presented.*

## **12. Information Items**

- 12.1. Academic Council Annual Report

- 12.2. A&F Annual Report
- 12.3. Annual Compliance Report
- 12.4. Annual Policy Report
- 12.5. Annual Privacy Report
- 12.6. Investment Report
- 12.7. GNHR Annual Report
- 12.8. S&P Annual Report
- 12.9. Continuous Learning (CL) Annual Report
- 12.10. Centre for Institutional & Quality Enhancement (CIQE) Annual Report
- 12.11. Infrastructure Tracking
- 12.12. Annual Board Chair Report
- 12.13. Respectful Campus Policy

### **13. Other Business**

The Chaired noted that thanks to the generosity of governors we have been able to meet B. Dinwoodie challenge. He thanked everyone and also encouraged others to continue to donate.

### **14. Adjournment**

*Upon a motion duly made by J. Wilson the public session adjourned at 1:17 p.m.*