



## BOARD OF GOVERNORS' 123<sup>rd</sup> REGULAR MEETING

Minutes of the Public Session of the Meeting of Thursday, April 28, 2022,  
1:00 p.m. to 3:40 p.m., Video Conference

### **GOVERNORS IN ATTENDANCE:**

Dietmar Reiner, Board Chair  
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  
Kathy Hao  
Kori Kingsbury  
Thorsten Koseck  
Matthew Mackenzie  
Dale MacMillan  
Kim Slade  
Roger Thompson  
Jim Wilson

### **REGRETS:**

Christopher Collins  
Laura Elliott, Vice-Chair and Chair of Audit & Finance Committee  
Doug Ellis  
Francis Garwe  
Joshua Sankarlal  
Trevin Stratton

### **ACTING BOARD SECRETARY:**

Krista Hester, Assistant to the President

### **STAFF:**

Jamie Bruno, *Chief Work Transformation and Organization Culture Officer*  
Sarah Cantrell, *AVP, Planning & Strategic Analysis*  
Sara Gottlieb, *General Counsel*  
Les Jacobs, *VP, Research and Innovation*  
Sylvia Lin, *Director, CIQE*  
Lori Livingston, *Provost & VP Academic*  
Brad Maclsaac, *VP, Administration*  
Amy Neil, *Manager, Creative Brand & Marketing*

Grace O'Malley, *Legal Counsel*  
Pamela Onsiong, Director, Planning and Reporting  
Joanne Nickle, Senior Executive Assistant

**GUESTS:**

Chelsea Bauer (UOITFA)  
Dwight Thompson

**1. Call to Order**

The Chair called the public session to order at 1:02 p.m.

**2. Agenda**

*Upon a motion duly made by M. Mackenzie and seconded by R. Thompson, the Agenda was approved as presented.*

**3. Conflict of Interest Declaration**

None.

**4. Chair's Remarks**

The Chair welcomed everyone to the meeting. He began the meeting by noting that it was the first Board meeting since the passing of B. Dinwoodie, Board secretary. He recognized the tremendous commitment and passion that she had for the University. He acknowledged her hard work and dedication that made the lives of so many that much easier and stated that she will be dearly missed. The Chair also thanked K. Hester for stepping in.

He noted that it is a busy time for students, wrapping up exams and that Convocation is just around the corner.

He concluded by encouraging Board members to engage in the discussion today.

**5. President's Report**

The President echoed the Chair's remarks regarding the passing of B. Dinwoodie and her passion for the University. He also welcomed S. Gottlieb to the University as the new General Counsel. The President also acknowledged the work of Hugh Kerr as the Interim General Counsel during the past few months.

He provided some updates on the Health and Safety front noting that the masking directive has been continued indefinitely. This is providing a greater sense of safety to all community members. He further noted that we have put a pause on the mandatory vaccination policy. We have a 97% compliance rate on those being "fully vaccinated" and we will see how the government reacts in the coming months regarding the definition of what that means and if we will need to make changes.

The President stated that we are planning for an in-person Convocation celebration to take place

June 8-10, however, we are watching the health situation on a daily basis. More information will likely be provided to the university community next week.

At Convocation, we will confer honorary doctorate degrees to recognize outstanding individuals who inspire others and embody the university's vision and mission. Recipients will have made an outstanding intellectual and/or scholarly contribution in their chosen field of academic eminence, or provided outstanding service and/or contributions to greater society through non-academic achievements and/or public service.

This year the university will proudly present six honorary degrees to the following individuals:

**Mr. Jeffrey Boyce and Mrs. Julia Boyce**, President of Evsam Holdings and Philanthropist, for their strong commitment to volunteerism and philanthropic contributions to the communities of Durham Region, for their championing of education, of young women pursuing education and young women in STEM (science, technology, engineering and math), and for their steadfast ambassadorship of Ontario Tech University.

**Dr. Naheed Dosani**, Palliative Care Physician and Ontario Tech class of 2008 alum, for his relentless advocacy for health and human rights, his trailblazing achievements in delivering community-based hospice palliative care to society's most vulnerable individuals regardless of their housing status or factors such as poverty, mental health or substance addiction and his ongoing commitment to humanitarian efforts.

**Mr. Christian Lassonde**, Founder and Managing Partner, Impression Ventures and Director, Lassonde Family Foundation, for his outstanding work as a business leader and entrepreneur, his dedication as a mentor for the next generation of professionals, and his commitment and support to education and health care through philanthropy and volunteer activities.

**Ms. Rania Llewellyn**, President and Chief Executive Officer and member of the Board of Directors of the Laurentian Bank of Canada, for her significant business successes, her leadership in driving growth and change, and for promoting diversity in the workplace, and her continuing commitment to supporting new Canadian immigrants.

**Mr. John Tavares\***, Captain of the Toronto Maple Leafs, for his outstanding work as a Canadian athlete, his dedication as a role model to aspiring young athletes, and for inspiring the next generation to build a better world for themselves and the generations.

[\*To be conferred in Fall 2022.]

**Ms. Phyllis Webstad**, Founder and Executive Director of the Orange Shirt Society and Author of Phyllis's Orange Shirt, for her profound storytelling and raising awareness about the residential school system, her advocacy for Indigenous Peoples, and her commitment to providing Indigenous Peoples with a platform to having their voices heard.

## 6. Academic Council

D. Reiner delivered the Academic Council report on behalf of L. Elliott.

- At the March Academic Council meeting, Lori Livingston and Sarah Cantrell led a discussion around the proposed metrics for the Integrated Academic Research Plan.
- Council approved the Ontario Tech Institutional Quality Assurance Process Policy and documents.

- Council also approved a recommendation that came from the Governance & Nominations Committee to approve the membership of the Faculty of Energy Systems and Nuclear Science Reconfiguration Review Committee.
- At the April Academic Council meeting (earlier this week), the President announced the Honorary Doctorate recipients. The Provost provided an update on the School of Graduate and Post doctoral Studies Decanal search process as well as announcing this year's Teaching Award Recipients.
- Council approved the conferral of degrees for the Winter 2022 term

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

- Faculty of Social Science and Humanities: New Indigenous Minor
- Faculty of Education: Bachelor of Arts in Educational Studies Advanced Entry & Minor Programs

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

- Disconnecting from Work Policy

**Committee reports**

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

S. Chow stated that at the last A&F meeting, B. MacIsaac noted that his goal is to ensure that A&F gets enough information so they can feel confident and comfortable in approving the annual budget and going forward monitoring the implementation.

Although we have been moving to being more strategic and less informational, B. MacIsaac confirmed that this item does require detail and information sharing. The Board package also includes the Budget Document that provides the details of the budget – assumptions and financials.

At the Audit & Finance meeting, many questions were asked of staff by governors.

B. MacIsaac and L. Livingston will present the highlights of the budget. There are two motions – one for the approval of the 2022-23 budget and the second for the approval of the 2023-24 initial budget. The latter budget was developed in support of the recommendations prepared by the Ministry during last year's audit.

**7.1 2022-2023 Budget\* (M)**

B. MacIsaac presented on the 2022-2023 budget with material provided in the package.

Questions included:

- C. Carmichael - long term re-performanced based funding. What that impact looks like in outer years? Do you monitor those KPIs and model those on impact on the grant? Have you created sensitivities so you can prepare and actions to mitigate.
  - B. MacIsaac – two years ago we showed the Board the change to performance. 25% of our enrolment and grant and broke it down into the number of indicators.

- D. Reiner reinforced that the Board is approving the notional/initial budget for 2023/2024 and more will come back to the Board.
- K. Hao – last year a number of master degrees were added and there isn't a big increase in graduate enrolment in the next couple years. Figure 2 in the paper and Grad FTS 21/22 = 735 growing out to 770 then 760?
  - S. Cantrell – some of the programs we are looking at being approved are conservative. Digesting some of the impacts of COVID for PhD programs. We are on conservative side with graduates. Approvals take a while to get through.
- D. Reiner – well written document and easy to understand. Puts the governors in good position to know what is going on. Like the look ahead, not just to close the audit gap but prudent to do longer term planning and align with strategic priorities and can see you moving in that direction. Non incremental investment – already allocated and spoken for. Can we get a sense from you if there is a significant inflationary risk/assumptions on inflation that cover off the trend we are still seeing?
  - B. MacIsaac – inflationary risk and base budget – you'll see that there are a number of strategic choices we had to make (i.e. with food services there was a rise in turkey prices of 327% so we are no longer serving turkey) so there are certain things we have to stop doing. Capital projects – i.e. shelter at campus field – rise in construction prices.  
Longer term – we believe that inflationaries should come back to normal. Some IT projects are in the budget. Also, we are finishing off the cleaning contract and new provider will be less expensive than in the past.

L. Livingston noted that we are taking a conservative approach to revenues. Given the increase in applications we saw this year we were running number one in the province for increased applications. In projecting revenues we didn't take advantage of that. We are confident with where our student numbers.

- In relation to the gap identified by the audit – if it is possible is there is an opportunity within the planning processes to bring budgets forward in February or March to pull it forward?
  - B. MacIsaac – we could move it forward. We are trying to coordinate with the Durham College budgeting process due to a large shared purchased service. Also, by having people submit budgets at the end of December it allows them to get through Q3. The board could consider multi-year budgetting.

**MOTION 1:**

*Upon a motion duly made by D. MacMillan and seconded by D. Reiner, WHEREAS the budget has been prepared based on a forecast using the best information available at this time;*

*WHEREAS there is ongoing risk to the budget because of the economic uncertainty precipitated by the COVID-19 pandemic (i.e. international travel);*

*NOW THEREFORE, pursuant to the recommendation of management, the Audit and Finance Committee hereby recommends that the Board of Governors approves the 2022-2023 balanced budget of \$214.6 million, as presented.*

2023-2024 Initial Budget\* (M)

**MOTION 2:**

*Upon a motion duly made by D. MacMillan and seconded by K. Slade, WHEREAS the annual budget begins April 1 and the Board of Governors does not approve the budget until after that time;*

*WHEREAS the university wants to enhance its financial reporting control measures by approving a notional budget in advance of any in-year spending, the notional budget would be equal to the base approved in the prior year and allows for changes to be made at the annual budget setting meeting of the Board;*

*WHEREAS the university has prepared a 2023-2024 forecast using the best information available at this time focusing on enrolment rates, no change to tuition framework and a simple rollover of base expenses plus estimated salary increases;*

*NOW THEREFORE, pursuant to the recommendation of management, the Audit and Finance Committee hereby recommends that the Board of Governors approves a notional 2023-2024 budget of \$222.0 million in revenues and expenses not to exceed \$204.6M.*

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

M. Saros noted it was a short meeting in March. The Committee discussed revised timelines for the board election and that there is one vacancy for a student position. The elections were delayed due to the labour disruption. Nominations will be brought forward at the next meeting.

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

L. Zucker stated that the Committee met March 12. B. MacIsaac and L. Livingston lead a discussion regarding learning reimagined and IT. We spent time talking about the IT strategy for the university as it makes its way through consultations. There are implications on an ongoing hybrid learning, experiential learning Innovation hub. Also discussed was Tech with a Conscience and what it means for the IT strategy for the university. It was a great discussion.

She congratulated the team on completing the ACE project.

**9.1 Project Arrow Update**

L. Jacobs provided a brief update on the project. Some questions from the Board included:

- D. Reiner – cradle to grave net zero – do you have a sense of the footprint?

- L. Jacobs – Canadian advantage – one of the incredible things about manufacturing anything in Ontario and Quebec is that we have the cleanest energy in the world. Comparative advantage around producing that..
- D. MacMillan – are there any federal government partners? Is there an opportunity as they would be extremely interested.
  - L. Jacobs – we have tried to involve the NRC (facility in London). They are involved – not in a significant way but invitations had been wide open to join us. In terms of the funding FedDev is providing significant funding. Encourage anyone with contacts to reach out to him.

## **10. Consent Agenda**

*Upon a motion duly made by M. Mackenzie and seconded by L. Livingston, the Consent Agenda was approved.*

**10.1 Minutes of Public Session of Board Meetings of March 10, 2022**

**10.2 Minutes of Public Session of A&F Meeting of February 23, 2022**

**10.3 Minutes of Public Session of GNHR Meeting of January 27, 2022**

**10.4 Minutes of Public Session of S&P Meeting of January 13, 2022**

## **11. Information Items:**

### **S&P**

**11.1 Learning Reimagined**

### **GNHR**

**11.2 Update of Board of Governors Election Process**

## **12. Other Business**

L. Jacobs stated that there is a Moving Ground Plan major event on May 26 to showcase the completion of the research facility. He encouraged board members to think about attending.

## **13. Other Business**

## **14. Adjournment**

*Upon a motion duly made by K. Kingsbury, the public session adjourned at 2:16 p.m.*