



BOARD OF GOVERNORS' 130th REGULAR MEETING

**Minutes of the Public Session of the Meeting of November 30, 2023
12:30 p.m. to 2:15 p.m. – hybrid**

GOVERNORS IN ATTENDANCE:

Laura Elliott, Board Chair
Maria Saros, Vice-Chair and Chair of Governance, Nominations & Human Resources
Lynne Zucker, Vice-Chair and Chair of Strategy & Planning Committee
Steven Murphy, President
Mitch Frazer, Chancellor
Eric Agius
Ahmad Barari
Carla Carmichael, Chair of Audit & Finance Committee
Frank Carnevale
Dale MacMillan
Matthew Mackenzie
Hannah Scott
Gaurav Singh
Dwight Thompson
Michael Watterworth

REGRETS:

Kathy Hao
Lisa McBride
Mike Rencheck
Roger Thompson, Vice-Chair of Audit & Finance Committee
Emily Whetung

BOARD SECRETARY:

Lauren Turner, University Secretary

STAFF:

James Barnett, *Vice-President, Advancement*
Jamie Bruno, *Vice-President, People and Transformation*
Jacquelyn Dupuis, *Director, Risk Management*
Sara Gottlieb, *General Counsel*

Barb Hamilton, *Legal Executive Assistant*
Krista Hester, *Chief of Staff*
Lori Livingston, *Provost & Vice-President, Academic*
Brad MacIsaac, *Vice-President, Administration*
Kimberley McCartney, *Assistant University Secretary*
Sarah Thrush, *Associate Vice-President Planning and Strategic Analysis*

GUESTS:

Hossam Kishawy, Dean, Faculty of Engineering and Applied Science
Connor Loughlean, Manager, Programs and Operations, Brilliant Catalyst
Tavon Powell, Founder, Helios Sports Technology
Maira Shaath, Founder, Fruitastic Delights
Ophenetega Ubor, Academic Council Liaison
Nicholas Varas, Founder, Moduleaf Technologies Inc.

1. Call to Order

The Chair called the public session to order at 12:30 p.m. and read aloud the land acknowledgement.

2. Agenda

Upon a motion duly made by M. Mackenzie and seconded by D. MacMillan, the Agenda was approved as presented.

3. Conflict of Interest Declaration

None

4. Chair's Remarks

The Chair thanked the senior leadership team, staff and faculty for their hard work this term creating exceptional learning experiences for the University's students. She thanked the University Secretary for her support of the Board and thanked governors for their time and service. The Chair wished everyone happy holidays and suggested that a donation to Ontario Tech makes a wonderful Christmas gift.

5. President's Report

The President opened his remarks with the report of the Blue-Ribbon Panel. He advised the Board that incremental aid is expected for the sector. Rather than rely solely upon this, the University is taking its future into its own hands with the differentiated growth strategy which is now underway. He noted that with financial pressures widespread and large institutions reporting deficits, Ontario Tech is differentiating itself by growing instead. He then commented on opportunities for the University in the field of artificial intelligence (AI) that he observed on his recent trip to southeast Asia. He noted that as the term comes to an end, there will be a day of

remembrance on December 6 hosted by the Faculty of Engineering and Applied Science.

Governors then posed questions to the President. In response to a question, the President stated that he did not believe large institutions were running strategic deficits; they are instead evidence that the entire higher education sector is experiencing great difficulty. He further expressed the belief that the provincial government is aware of the challenges faced in higher education; running a deficit will not persuade the government to release additional funding. In response to a question about funding allocation, the President confirmed that funds are distributed pursuant to a formula which has not changed in 25 years. In response to a further question, the President clarified that research funding is federal. In response to a concern about Ontario Tech's share of that funding, the President advised that the University has been doing well in this regard, particularly in showcasing its efforts in equity, diversity and inclusion (EDI).

6. Presentation: Brilliant Catalyst

C. Loughlean provided an overview of the Brilliant Catalyst to the Board of Governors. He then introduced N. Varas, M. Shaath and T. Powell who presented their initiatives.

C. Loughlean, N. Varas, M. Shaath and T. Powell left the meeting.

7. Academic Council

O. Ubor presented the Academic Council report, highlighting the presentation on inclusivity in September and the planning and enrolment updates presented in October and September, respectively.

7.1 New Program Proposal: Master of Applied Science and Master of Engineering in Mechatronics Engineering

H. Kishawy provided an overview of the New Program Proposal. In response to a question, he described the field of mechatronics. In response to a further question, he confirmed that at the undergraduate level, it is a popular program with demand exceeding available spots. He also noted demand from those already in the workforce looking to re- or up-skill. In response to a different question, H. Kishawy advised that while the University would be interested in offerings in nanotechnology in the future, the extensive space and infrastructure required prohibit offering it right now.

Upon a motion duly made by F. Carnevale and seconded by D. MacMillan, pursuant to the recommendation of Academic Council, the Board of Governors hereby approves the establishment of a Master of Engineering and Master of Applied Science in Mechatronics Engineering, as presented.

Committee Reports

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

8.1 Budget Assumptions

C. Carmichael presented the Budget Assumptions, noting that they are being made in an environment of great uncertainty. She reminded governors that the assumptions cover a three-year period with an emphasis on year one and directly supports the Integrated-Academic Research Plan (IARP). She noted that additional data is expected in the new year which will lead to updated assumptions in or around March 2024.

A discussion then ensued on the Budget Assumptions. In response to a question about government funding, B. Maclsaac confirmed that despite falling government contributions, universities are still regarded as public institutions and expected to be responsive to the concerns and input of the provincial government. In response to a question about enrolment projections, B. Maclsaac clarified the end points of the various scenarios, the most conservative of which projects an enrolment of 16,000 students by 2030. In response to a question about scaling services accordingly, B. Maclsaac advised that three key ratios will be maintained – student to faculty at 31:1, the percentage of courses taught by full-time professors and allocations for strategic budgeting. In response to a question about opportunities to expand revenues, B. Maclsaac confirmed that there is no more room to cut. He noted the upcoming Advancement campaign as a source of future revenues but advised that it should not be used to cover operating costs but instead new buildings or equipment. A discussion then ensued on providing the Board of Governors with a strategic-level view of the biggest drivers of differentiated growth, expected benefits and barriers. In response to a question about achieving net zero by 2050, B. Maclsaac confirmed that additional funds will almost certainly be needed; a paper on sustainability will be tracking to the Strategy & Planning Committee this year for discussion. A brief discussion then ensued on challenges and opportunities gleaned from the experiences of other universities. At the close of the discussion, it was recommended by the Board that an opportunities register be created analogous to a risk register with the Strategy & Planning Committee providing oversight.

8.2 Second Quarter Financial Reports

C. Carmichael presented the Second Quarter Financial Reports, noting that the first report is a cash-based report with Appendix 1 providing a good summary of budget versus forecasting and variances. The second report is the GAAP financial statements which show a continued tension between revenues and expenditures. She drew the Board's attention to the deficit of \$11.6 million for the next six months but noted that the net asset position of the University is still strong. She opined that maintaining a strong balance sheet is important given inflationary pressures and uncertainty in government response to financial pressures on the sector.

8.3 Interim Risk Management Update

C. Carmichael presented the Interim Risk Management Update. She noted that the Update is the first time the differentiated growth strategy has been discussed from a risk perspective. Growing to 18,000 students is a significant undertaking; the Audit and Finance Committee will be looking forward to additional updates on progress and alignment of strategic objectives. She highlighted that compliance tracking is well underway and that cybersecurity risks continue to be a concern. It is expected that the Risk Management team will be bringing forward strategic risks. In response to a question, B. MacIsaac advised that there was a tabletop cybersecurity exercise last year with staff in IT. In the winter, a toolkit will be developed and external partners (e.g. Legal, Communications) will be engaged.

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

L. Zucker reported on the November 16th S&P meeting. She highlighted the discussion of the IARP and the progress made by S. Thrush and L. Livingston to move to a formal system of quantitative metrics; she also noted the strong results reported in the Enrolment Update.

9.1 Integrated Academic Research Plan – Action Plan and Accountability, Planning Timelines, and Milestones

S. Thrush presented the IARP – Action Plan and Accountability, Planning Timelines and Milestones. She provided an overview of the discussion at S&P, highlighting for governors that qualitative elements will be added in the next annual report on the IARP. She advised that the objective is to show the University's successes organized by priority as well as articulating what was accomplished, what wasn't, and for the latter, the reasons why. She noted that while the example provided indicates the level of reporting the Board will receive, it is underpinned by templates completed by all units and Faculties at the University. It was suggested that the leadership consider developing a way to measure impacts; it was acknowledged that this is a challenging exercise. S. Thrush advised that a student survey focused on impact is being considered as is a potential assessment of research impacts. It was suggested that impact measures or stories could be beneficial for discussions with potential donors to the University.

10. Consent Agenda

Upon a motion duly made by M. Mackenzie and seconded by D. MacMillan, the Consent Agenda was approved as presented.

- 10.1. Minutes of Public Session of Board Meeting of October 5, 2023**
- 10.2. Minutes of Public Session of A&F Meeting of June 14, 2023**
- 10.3. Minutes of Public Session of Governance, Nominations & Human Resources Committee (GNHR) of May 25, 2023**
- 10.4. Minutes of Public Session of S&P Meeting of May 11, 2023**

- 10.5. Animal Care Committee Terms of Reference**
- 10.6. Micro-Credentials and Continuous Learning Committee Terms of Reference**
- 10.7. Endowment Management Policy & Procedures**

11. Adjournment

Upon a motion duly made by E. Agius, the public session adjourned at 2:15 p.m.

Lauren Turner, University Secretary