



BOARD OF GOVERNORS
Governance, Nominations & Human Resources Committee (GNHR)

Thursday March 30, 2023
2:00 p.m. – 4:30 p.m.
[Videoconference](#)
+1 778-729-8273 PIN: 742 710 852#

Members: Maria Saros (Chair), Laura Elliott, Mitch Frazer, Kori Kingsbury, Steven Murphy, Trevin Stratton, Dwight Thompson

Staff: Jamie Bruno, Krista Hester, Kimberley McCartney, Andrew Sunstrum, Lauren Turner

AGENDA

No.	Topic	Lead	Allocated Time	Suggested Start Time
PUBLIC SESSION				
1	Call to Order	Chair	5	2:00 p.m.
2	Agenda (M)			
3	Conflict of Interest Declaration			
4	Chair's Remarks	Chair	5	2:05 p.m.
5	President's Remarks	Steven Murphy	5	2:10 p.m.
6	Governance			
6.1	Annual Board and Committee Practices Assessment* (D)	Lauren Turner	5	2:15 p.m.
7	Consent Agenda (M):	Chair	5	2:20 p.m.
7.1	Minutes of the Public Session of the Meeting of January 26, 2023*			
7.2	Respectful Campus Policy & Procedures*			
8	Adjournment (M)	Chair		2:25 p.m.
NON-PUBLIC SESSION (material not publicly available)				
9	Call to Order	Chair	5	2:30 p.m.
10	Conflict of Interest Declaration			

D – Discussion

M – Motion

P – Presentation

U – Update

* Documents attached

No.	Topic	Lead	Allocated Time	Suggested Start Time
11	Chair's Remarks	Chair	5	2:35 p.m.
12	President's Remarks	Steven Murphy	10	2:40 p.m.
13	Governance			
13.1	Strategic Discussion: Skills Matrix* (M)	Lauren Turner	25	2:50 p.m.
13.2	Board of Governors Leadership Succession* (M)	Lauren Turner	10	3:15 p.m.
14	Nominations			
14.1	Election Results* (M)	Lauren Turner	5	3:25 p.m.
14.2	Board Composition for 2023-2024* (M)	Lauren Turner	15	3:30 p.m.
15	Human Resources			
15.1	Labour Relations Update* (M)	Jamie Bruno	15	3:45 p.m.
15.2	Human Resources Update	Jamie Bruno	10	4:00 p.m.
15.3	Confidential: Personnel Matter*	Steven Murphy	5	4:10 p.m.
16	Consent Agenda (M):	Chair	5	4:15 p.m.
16.1	Minutes of the Non-Public Session of the Meeting of January 26, 2023*			
16.2	GNHR 2022-2023 Work Plan*			
16.3	GNHR Action Points*			
16.4	Board of Governors PD Work Plan*			
17	In Camera Session (M)	Chair	10	4:20 p.m.
18	Termination (M)	Chair		4:30 p.m.

Lauren Turner, University Secretary

COMMITTEE REPORT

SESSION:

Public
Non-Public

☒
☐**ACTION REQUESTED:**

Decision
Discussion/Direction
Information

☐
☒
☐

TO: Governance, Nominations & Human Resources Committee (GNHR)

DATE: March 30, 2023

FROM: Lauren Turner, University Secretary

SUBJECT: Board and Committee Practices Assessments 2022-2023

COMMITTEE MANDATE:

- In accordance with the Governance, Nominations & Human Resources Committee's (GNHR) Terms of Reference, the Committee is responsible for developing, implementing & monitoring procedures for assessing the effectiveness of the Board and its committees
- We are seeking the Committee's direction with respect to the timing and means of completing the Board and Committee Practices Assessments for 2022-2023

BACKGROUND/CONTEXT**Annual Board Practices Assessment**

- Until 2018, the annual assessment was conducted by distributing and collecting the assessments by e-mail
- The OnBoard portal was implemented in 2018 and has the functionality to conduct surveys, monitor the responses, and compile the responses into a report
- GNHR directed that the 2018-2019 annual assessment be completed using OnBoard. The assessments were conducted during the month of May, which allowed the committee to review the results & make recommendations prior to the June Board meeting
- In 2020-2021 governors were asked to complete the assessment after the April Board meeting so that the results would be available for GNHR to review at the May meeting
- The response rates for the past several years are:
 - 2020-2021: 17/21 governors (81%)
 - 2019-2020: 16/19 governors (84%)

- 2018-2019: 16/20 governors (80%)
- 2017-2018: 20/23 governors (87%)
- 2016-2017: 20/24 governors (83%)
- An assessment was not conducted in 2021-2022
- In addition to evaluating Board effectiveness, the information collected from the assessment is used to guide the upcoming year's governance priorities

Annual Committee Practices Assessment

- As part of the university's governance plan, an annual committee practices assessment (CPA) was developed and implemented by GNHR in 2020
- As directed by GNHR, the CPA was conducted primarily through the OnBoard portal (10/13), with the other governors sending their completed assessment by e-mail
 - 2020-2021: 16/18 governors completed the assessment (89%)
 - 2019-2020: 13/19 governors completed the assessment (68%)
- An assessment was not conducted in 2021-2022

Recommendation:

- We recommend continuing to use OnBoard to conduct the 2022-2023 Annual Board and Committee Practices Assessments and that governors be asked to complete the assessment after the April Board meeting so that the results may be collected for GNHR to review at the May meeting

COMPLIANCE WITH POLICY/LEGISLATION:

- Conducting the assessments supports GNHR's fulfilment of its mandate under the Terms of Reference

NEXT STEPS:

1. Based on the committee's direction, the University Secretariat will update the assessments in the portal
2. The Chair of GNHR will inform the Board of the assessment process at the Board meeting on April 27 and the surveys will open
3. The University Secretary will provide GNHR with a summary of the results for review at the GNHR meeting on May 25

SUPPORTING REFERENCE MATERIALS:

- Board Practices Assessment Form
- Committee Practices Assessment Form



BOARD OF GOVERNORS 2022-2023 Board Practices Assessment

This Board Practices Assessment Questionnaire is designed to assist the Board to evaluate its own effectiveness. The questions provide an opportunity for Governors to indicate whether the structure and conduct of meetings, and the information and support received enable them to participate effectively in the governance of the University. Understanding this information will provide key information for improving Board processes.

The Board Practices Assessment will be conducted through the OnBoard portal.

The questionnaire is a mix of multiple-choice and short-answer questions based on the following categories:

- Board Effectiveness
- Structure of the Board
- Board Meetings
- Individual Board Involvement

In each category, we ask you to indicate your agreement with a series of statements based on the following scale:

- 1 – Strongly Agree
- 2 – Agree
- 3 – Neither Agree nor Disagree
- 4 – Disagree
- 5 – Strongly Disagree
- 6 – NR (No response – if you cannot comment on a statement).

The responses you submit will be seen only by the Secretary and Chair of the Board and will be held in strict confidence. The Secretary will collate the responses to the assessment form and the Chair will present the results to the Board, without attribution, for information and discussion.

Please complete the assessment as soon as possible and no later than **May 15** in order to allow time for the results to be compiled and presented to the Governance, Nominations and Human Resources Committee at their meeting on **May 25**.

Board Effectiveness

In this section of the assessment, please indicate your level of agreement for how each of the following contributes to the effectiveness of the Board in its practices and performance.

1. The Board as a whole has a clear understanding of the University's mission.
2. The Board as a whole has a clear understanding of the University's strategic plan.
3. The University's strategic goals are clear.
4. The University's strategic goals serve as a useful guide to the Board in the deliberations and policy making decisions.
5. The Board is provided with adequate information at meetings for effective decision-making.
6. The Board is provided with adequate resources prior to meetings for effective decision-making.
7. The Board has sufficient engagement with Academic Council.
8. The Board has effective engagement with Academic Council.
9. The Board understands the distinction between the responsibilities of its role and the role of the administration.
10. The Board has the opportunity to discuss matters of critical importance before decisions are made.
11. The Board has the opportunity to ask questions of critical importance before decisions are made.
12. The Board ensures that members receive reports on how our organization has used its financial resources.
13. The Board knows the major challenges facing this university.
14. The Board knows the major opportunities facing this university.
15. The Board schedules sufficient time to discuss long term strategic issues.
16. Evaluation and reporting of Board performance is useful in improving the practices of the Board.

In this section, please provide a short-answer response to the following:

17. In my view, the Board's most significant achievement in the past year was:
18. In my view, the most important thing the Board could do to improve its effectiveness is:
19. Please provide any feedback regarding the statements above or any additional comments and suggestions you would like to provide.

Structure of the Board

In this section of the assessment, please indicate your level of agreement with each of the following statements regarding the structure of the Board and its Committees.

1. The Board has an effective committee structure for its needs.
2. The Board makes good use of its committees.
3. The level of delegation of authority to the Board Committees is appropriate.
4. Board committees act appropriately within the delegation of authority (i.e. routine matters are resolved and significant matters are properly recommended to the Board).
5. Work done at the committee level can be relied on when considering items brought forward to the Board for review and approval.
6. The Board has an effective orientation program for newly elected Board members.
7. The Board has a diversity of representation (gender, ethnicity, profession).
8. The Board has effective recruitment strategies to assess needs for, identify and attract new Board members.

Please provide a short-answer response to the following:

9. Please provide any feedback regarding the statements above or any additional comments and suggestions you would like to provide.

Board meetings

In this section of the assessment, please indicate your level of agreement with each of the following statements regarding the function of the Board meetings.

1. Board meetings are strategic.
2. Board meetings focus on priority issues.
3. Discussions are informative.
4. Discussions are productive.
5. Discussions occur in a respectful manner.
6. The meeting documentation provides adequate information for preparation prior to a meeting.
7. The agenda is well-planned so that the Board is able to get through all necessary business.
8. Board members are well apprised of issues prior to making a decision.

Please provide a short-answer response to the following:

9. Please provide any feedback regarding the statements above or any additional comments and suggestions you would like to provide.

Individual Board Involvement

In this section of the assessment, please indicate your level of agreement with each of the following statements regarding your individual involvement in the Board.

1. My abilities fit well with the strategic demands facing the University.
2. My abilities are being used effectively in my role(s) on the Board.
3. My abilities are being used effectively in my role(s) on the Board's committees.
4. My abilities are being used effectively to support the University's government relations strategy.
5. My abilities are being used effectively to support the University's advancement strategy.
6. My time is well-utilized at Board and committee meetings.
7. I read the minutes, reports and other materials in advance of Board and Committee meetings.
8. I am familiar with what is in the University's Act, By-Laws and governing policies.
9. When I have a different opinion than the majority, I raise it.
10. I support Board decisions once they are made even if I do not agree with them.
11. I have taken advantage of opportunities made available to Governors to interact with faculty and students during my term.
12. I believe that I am able to contribute effectively to the Board's work.
13. I believe that I am able to contribute effectively to the University.
14. Overall my experience as a Board member has been positive.

Please provide a short-answer response to the following:

15. Please provide any feedback regarding the statements above or any additional comments and suggestions you would like to provide.
16. ~~Please share your thoughts on the Board's role in equity, diversity and inclusion (EDI). Your feedback will be used to assist the Governance, Nominations and Human Resources Committee with their development of a governance EDI strategy.~~



BOARD OF GOVERNORS Committee Practices Assessment

Terms of reference for Board committees are available online: [Terms of Reference](#).

This Board Committee Effectiveness Survey collects committee members' views about committee effectiveness and performance. It uses various questions to rate committee effectiveness within five areas:

- leadership and engagement;
- committee structure and mandate;
- meeting facilitation and effectiveness;
- committee work and results; and
- individual contributions to committee efficacy.

Committee members are asked to carefully reflect on each question and answer based on their experience.

In each category, we ask you to indicate your agreement with a series of statements based on the following scale:

- 1 – Strongly Agree
- 2 – Agree
- 3 – Neither Agree nor Disagree
- 4 – Disagree
- 5 – Strongly Disagree
- 6 – NR (No response – if you cannot comment on a statement).

The responses you submit will be seen only by the Secretary and Chair of the Board and will be held in strict confidence. The Secretary will collate the responses to the assessment form and the Chair will present the results to the Board, without attribution, for information and discussion.

Please complete the assessment as soon as possible and no later than **May 15** in order to allow time for the results to be compiled and presented to the Governance, Nominations and Human Resources Committee at their meeting on **May 25**.

I serve on the following committee(s):

Audit & Finance
Executive
Governance, Nominations & Human Resources
Investment
Strategy & Planning

☐
☐
☐
☐
☐

Committee Effectiveness

1. The mandate of the Committee is clearly set out in the Terms of Reference.
2. The Committee's Terms of Reference continue to be appropriate.
3. ~~The Committee orientation was helpful.~~ I would value being offered Committee-specific orientation.
4. I have a clear understanding of the Committee's mandate.
5. The Committee, as a whole, has a clear understanding of its mandate.
6. The Committee is effective in carrying out its mandate.
7. The Committee has the opportunity to discuss matters of critical importance before decisions are made.
8. The Committee has the opportunity to ask questions of critical importance before decisions are made.
9. Overall, the Committee functions effectively.

In this section, please provide a short-answer response to the following:

10. In my view, the Committee's most significant achievement in the past year was:
11. What are the Committee's greatest strengths?
12. In my view, the most important thing the Committee could do to improve its effectiveness is:
13. Please provide any feedback regarding the statements above or any additional comments and suggestions you would like to provide.

Committee Structure

1. The Committee has the appropriate number of members.
2. The Committee is composed of members who have the appropriate expertise and experience to help the Committee advance its mandate.

Committee Meetings

1. The number of Committee meetings is adequate to fulfill the Committee's responsibilities.

2. Committee meetings are strategic.
3. Committee meetings focus on priority issues.
4. Committee members arrive prepared for meetings.
5. Meetings are conducted in a way that supports meaningful member participation.
6. The Committee is focused on oversight and ~~policy~~strategy, not on operational detail.
7. Committee members ask relevant questions with respect to the Committee's oversight responsibilities.
8. Discussions occur in a respectful manner.
9. The Committee is provided with adequate information at meetings for effective decision-making.
10. The Committee is provided with adequate resources prior to meetings for effective decision-making.
11. The meeting material is received sufficiently in advance to adequately prepare for meetings.
12. Presentations are interesting and helpful.
13. The agenda is well-planned so that the Committee is able to get through all necessary business.
14. Committee members are well apprised of issues prior to making a decision.

Please provide a short-answer response to the following:

15. Please provide any feedback regarding the statements above or any additional comments and suggestions you would like to provide.



BOARD OF GOVERNORS
Governance, Nominations and Human Resources Committee (GNHR)

Minutes of the Public Session of the Meeting of January 26, 2023
2:00 p.m. to 3:05 p.m. Videoconference

Attendees: Maria Saros (Chair), Laura Elliott, Mitch Frazer, Kori Kingsbury, Steven Murphy, Trevin Stratton

Regrets: Kathy Hao

Staff: Jamie Bruno, Sarah Cantrell, Sara Gottlieb, Krista Hester, Lori Livingston, Brad MacIsaac, Kimberley McCartney, Andrew Sunstrum, Lauren Turner

- 1. Call to Order**
The Chair called the meeting to order at 2:00 p.m. and read aloud the land acknowledgement.
- 2. Agenda**
Upon a motion duly made by L. Elliott and seconded by S. Murphy, the Agenda was approved as presented.
- 3. Conflict of Interest Declaration**
There was none.
- 4. Chair's Remarks**
The Chair welcomed everyone to the first GNHR of 2023. She noted several good topics on the agenda and shared that she is in particular looking forward to the Flex Work Strategy discussion.
- 5. President's Remarks**
The President shared a number of good news stories about Ontario Tech including the success of Project Arrow at the Consumer Electronics Show in Las Vegas, the University's retention as a number one research institution in Ontario and number two in Canada for its size, and the province-leading number of high school applicants recently reported. The President invited Committee members to attend a party this weekend for the classes of 2020 and 2021 who were unable to convocate live. He also noted an upcoming strategic discussion for Academic Council on governance that he will be co-leading with the University Secretary. The President closed by commenting on the unlikelihood of the province's tuition

framework being changed and the ongoing challenges that both the sector and Ontario tech face with respect to sustainability.

Mitch Frazer joined the meeting.

The Committee congratulated the President and the University on the great news stories. A short discussion ensued on application and registration rates; the President recognized the efforts of the J. Stokes in this regard. The Chancellor commented on the increase in name recognition that he sees for the University. The President agreed, noting that the University's reach has expanded with applicants now hailing from northern Ontario.

6. Human Resources

6.1 Strategic Discussion: Flex Work Strategy

J. Bruno presented the Flex Work Strategy, opening with a brief encapsulation of the genesis of the program. He highlighted a number of key considerations for flex work including equity, diversity and inclusion (EDI), health and safety, space planning, and sustainability. He reminded the Committee that the planning process started two years ago and has been strongly championed by the President.

J. Bruno described the process by which positions suited to flex work were identified, and the resources that were developed to launch the pilot in March 2022. It was made clear to stakeholders that the program would be an iterative learning process. He described some of the physical office modifications made to enhance collaboration such as ideation and collision spaces. A mid-pilot pulse survey administered in November 2022 yielded high rates of response and positive feedback. J. Bruno reviewed the survey responses with the Committee, noting that they were grouped around the four objectives of the flex work pilot: (1) removing barriers to advance EDI; (2) strengthen employee engagement and a values-based approach to work; (3) support employee health and wellness; and (4) extend the University's reach into talent pools beyond traditional hiring boundaries.

Looking to the future, J. Bruno advised the Committee that developments in the province and nationally are being monitored as they pertain to flex work. He discussed the importance of meaningful interaction when on campus and the University's open-minded approach to different numbers of days in the office. He reported that the University has seen applications from new geographic regions since the strategy was implemented.

The Committee congratulated J. Bruno on a successful pilot with compelling results. The University's flexible approach to flex work was complimented. A discussion ensued on the importance of experiencing the Ontario Tech culture when working remotely and being purposeful with days in the office. In response to a question, J. Bruno clarified that participants in the pilot are administrative staff, not teaching staff. He assured the Committee that student-facing roles have been carefully reviewed to ensure that times and nature of service meet expectations.

In response to questions, a brief discussion ensued on privacy and travel. Sharing their own experiences with flex work, Committee encouraged the leadership to set clear expectations, watch carefully for eroding employee resilience, and to keep equity and fairness foci. Members also noted that some groups or employees may prefer more in-office time and to be sensitive to those nuances.

Trevin Stratton joined the meeting.

7. Governance

7.1 Consolidated Annual Human Rights Office Report

A. Sunstrum presented the Consolidated Annual Human Rights Office Report. He highlighted for the Committee two factors that have impacted the numbers reported this year: (1) the consolidation of the previously separate student sexual violence report generated by Student Life; and (2) the University's vaccine mandate. He noted for the Committee that the data appears to show an increase in student sexual violence, but it is instead attributable to the consolidation of reporting. The University's vaccine mandate was identified as significant driver of creed-based consultations. In response to a question, A. Sunstrum confirmed that the University is working towards a consistent approach to gender-based violence and harassment complaints, disclosure, and reporting. The need for an individual to assist students who disclose sexual violence has been identified and a specialist in gender-based violence joined the University in January 2022. That individual will be the central recipient of disclosure and reports from both students and employees to have a consistent approach moving forward.

8. Policy Update

8.1 Work Refusal Procedures

8.2 Procedures for Accommodating Employees and Job Applicants with Disabilities

J. Bruno provided a brief update on two Procedures, noting that the Procedure for Accommodating Employees and Job Applicants with Disabilities is unchanged, and the Work Refusal Procedures has only editorial update to align with amendments to the *Occupation Health and Safety Act*.

9. Consent Agenda

9.1 Minutes of the Public Session of the Meeting of October 22, 2022

9.2 Elections 2023 – Review of Processes and Key Dates

Upon a motion duly made by L. Elliott and seconded by S. Murphy, the Consent Agenda was approved as presented.

10. Adjournment

Upon a motion duly made by K. Kingsbury, the public session adjourned at 3:05 p.m.

Lauren Turner, University Secretary

COMMITTEE REPORT

SESSION:

Public ☒

ACTION REQUESTED:

Decision ☐
Discussion/Direction ☐
Information ☒

Financial Impact ☐ Yes ☒ No

Included in Budget ☐ Yes ☒ No

TO: Governance, Nominations and Human Resources Committee (GNHR)

DATE: March 30, 2023

FROM: Andrew Sunstrum, Human Rights Office

SUBJECT: Respectful Campus Policy Instruments (2023 review)

COMMITTEE MANDATE:

- Under the University's Act, section 9 (1), the Board of Governors has the power: "to establish academic, research, service and institutional policies and plans and to control the manner in which they are implemented". The university's Policy Framework is a key institutional policy that delegates the Board's power, establishing categories of policy instruments with distinct approval pathways.
- In accordance with its Terms of Reference, one of GNHR's mandates includes the establishment of human resources policy instruments.

ALIGNMENT WITH MISSION, VISION, VALUES & STRATEGIC PLAN:

- This policy instrument supports the university's values of integrity and respect by demonstrating the university's commitment to establishing a safe, inclusive, and equitable culture at the institution.

BACKGROUND/CONTEXT & RATIONALE:

The Human Rights Office plays a significant role in advancing the strategic objective of creating a sticky campus. This work is done with a focus on initiatives to improve the culture within which students learn and employees work. The purpose of the Respectful Campus Policy is to communicate the University's Human Rights responsibilities and obligations in a central document that applies to all University Members.

Under the Occupational Health and Safety Act, the University is required to review its Respectful Campus Policy and Employee Procedures on an annual basis. The Human Rights Office has conducted its annual review and has made editorial amendments to the Policy instruments. Consistent with requirements under the University's Policy framework, the editorial amendments were approved by the General Council, and the Policy instruments are posted to the University's Policy Library.

NEXT STEPS:

- This report is for information purposes only.

SUPPORTING REFERENCE MATERIALS:

- Respectful Campus Policy
- Procedures to Prevent and Address Discrimination and Harassment by or Against Employees