

MEMORIAL UNIVERSITY OF NEWFOUNDLAND

BOARD OF REGENTS

The regular meeting of the Board of Regents was held on Thursday, October 18, 2007, in the Board Room of the University, Room A-2029 at 2:00 p.m.

PRESENT:

Mr. Gil Dalton, Chair
Ms. Mary Broderick, Vice-Chair
Dr. John Crosbie, Chancellor
Dr. Axel Meisen, President and Vice-Chancellor
Dr. Eddy Campbell, Vice-President (Academic)
Ms. Gaylene Buckle
Ms. Pat Coish-Snow
Ms. Jeannette Lundrigan
Ms. Meghan Mitchell
Mr. Darek Moreau
Dr. Vinod Patel
Mr. Tony Roche
Ms. Rosellen Sullivan
Ms. Eleanor Swanson
Ms. Kathie Thoms
Ms. Sherina Wall
Ms. Eleanor Bennett, Secretary

APOLOGIES: Ms. Ruth Canning, Ms. Deanne Fleet, Mr. Martin Gould, Mr. Jim Igloliorte, Mr. Jim Keating, Mr. Earl Ludlow, Mr. Douglas Moores, Ms. Judy White and Mr. Stephen Winsor.

PRESENT BY INVITATION: Mr. Kent Decker, Vice-President (Administration and Finance) and Dr. Christopher Loomis, Vice-President (Research).

1. MEETING CALLED TO ORDER

The meeting was called to order at 2:00 p.m. by Mr. Dalton, Chair of the Board.

2. APPROVAL OF THE AGENDA

The agenda for the meeting was approved as amended.

3. MINUTES

The Minutes of the regular meeting of the Board of Regents held on

September 6, 2007, a copy of which was circulated, were approved by the Board.

4. CHAIR'S REPORT

1. Welcome to Ms. Thoms

Mr. Dalton welcomed to the meeting, Ms. Kathie Thoms, who was attending her first meeting since being appointed by the Lieutenant Governor in Council. Ms. Thoms was appointed initially until January 13, 2008 and reappointed for a further three-year term ending January 13, 2011.

2. Ratification of MUNFA Collective Agreement

At an electronic meeting held on October 3, 2007, the Board of Regents ratified the MUNFA Collective Agreement, and the following resolution was passed:

RESOLVED:

That the Board of Regents ratifies the collective agreement between Memorial University of Newfoundland and Memorial University of Newfoundland Faculty Association (MUNFA) and authorizes the appropriate officials of the University to sign the document on its behalf.

3. Update on Presidential Search

Mr. Dalton provided an update on the progress of the Presidential Search Committee. He advised that the work of the committee is progressing on schedule. He advised that at the next meeting, scheduled for October 24th, the Committee will review a long-list binder of potential candidates. Following this, a panel of the committee will conduct preliminary interviews with a medium list of candidates. The next meeting following is scheduled for November 27th. He anticipated that interviews will be held with the short-listed candidates in mid January with a recommendation for a new President coming to the Board shortly thereafter.

4. Establishment of Ad Hoc Committee to Review Board Committees

Mr. Dalton notified the Board that he would like to review the terms of reference of the Board Committees. In this regard he had asked Mr. Ludlow to Chair an Ad Hoc Committee which would review the Board Committee structure. The terms of reference and the membership of this committee will be presented to the Board at its December 6th meeting.

5. Executive Committee Meeting of the Board - October 17, 2007

(a) Early Completion of President's Appointment

Mr. Dalton reported on a meeting of the Executive Committee of the Board held on October 17, 2007, in which the Committee considered a request from Dr. Meisen to conclude his appointment as President on December 31, 2007 instead of August 31, 2008.

Dr. Meisen addressed this issue and explained that since his term was due to end on August 31, 2008, he had begun to explore future opportunities. In so doing, he was offered an opportunity, much more quickly than he had anticipated, with the Alberta Research Council, which he wished to pursue. He was therefore requesting an early conclusion of his term on December 31, 2007.

Dr. Meisen remarked that his decision was a difficult one and he enjoyed and valued his association with the University community during his term. The Board expressed its disappointment and regret with Dr. Meisen's decision but at the same time offered their support and best wishes in his future endeavours.

After discussion, and on the recommendation of the Executive Committee, the following resolution was passed:

RESOLVED:

That the Board of Regents approves the request from Dr. Axel Meisen to conclude his appointment as President and Vice-Chancellor, effective December 31, 2007, in accordance with the terms of his contract.

(b) Appointment of Acting President

Dr. Campbell, Mr. Decker and Dr. Loomis left the meeting at this point.

The Board was advised that the Executive Committee recommended that Dr. H. E. A. (Eddy) Campbell, Vice-President (Academic) and Pro-Vice Chancellor, be appointed as Acting President, effective January 1, 2008, and continuing until a new President is appointed. Mr. Dalton advised the Board that Dr. Campbell had agreed to this appointment.

After discussion, and on the recommendation of the Executive Committee, the following resolution was passed:

RESOLVED:

That the Board of Regents approve the appointment of Dr.

H.E.A. Campbell as Acting President, effective January 1, 2008, and continuing until the new President takes up his/her appointment.

Dr. Campbell, Mr. Decker and Dr. Loomis rejoined the meeting at this point.

(c) Communications

The Board approved a communications plan that was developed to advise the internal and external University community and Government of these matters.

5. PRESIDENT'S REPORT

1. Activities Report

Dr. Meisen reported on a number of activities in which he was involved since the last Board meeting as follows:

Sept. 10 He held an information meeting on governance in Corner Brook.

Sept. 11 He attended the MUN scholarship 10th Anniversary Golf Tournament at "The Wilds" which had raised, over 10 years, almost \$200,000 for scholarships and bursaries.

Sept. 12 He held a University-wide information session on governance at the St. John's campus.

Sept. 13-16 He, along with senior staff travelled to Shanghai, China where they visited East China University of Science and Shanghai Jiao Tong University regarding collaborative research and development.

Sept. 16-18 He travelled to Changchun, China, where they visited Jilin University regarding current collaboration in the Bachelor of Technology program, and attended their graduation ceremonies. He visited Northeast Normal University regarding potential collaboration in Engineering, Education and Science.

Sept. 18-21 He travelled to Beijing, China where they visited Rennin University regarding current collaboration in the MUN Business program and participation in the opening ceremonies of the academic year. He visited the China Petroleum University regarding collaboration on oil and gas studies. They visited the Canadian Embassy regarding visas

for Chinese students and recruitment of Chinese students. He spoke at the Affinity Newfoundland and Labrador dinner in Beijing, held for alumni, and business people and prospective students.

- Sept. 21-22 He travelled to Xian and Hong Kong, China where he visited Xian Jiao Tong University regarding collaboration in the 2+2 joint program with the Faculty of Business Administration. He visited the Hong Kong Polytechnic University and the Hong Kong University of Science and Technology regarding the recently signed MOU in Business.
- Sept. 27-28 He travelled to Halifax where he participated in the Association of Atlantic Universities meetings.
- Sept. 30 He hosted a reception for organizers and participants with the annual career fair reception.
- Oct. 11 He hosted Dr. Terry Bowles, President and CEO of IOC and other senior representatives to explore the development of a working relationship in research and education.
- Oct. 12 Travelled to Corner Brook to attend the SWGC Convocation ceremony and associated luncheon.
- Oct. 15 He travelled to Corner Brook to conclude the information meeting on governance (this was a continuation of the meeting of September 10th).

2. 2007-09 Strategic Plan as Required Under the Transparency and Accountability Act

The Board received and reviewed the draft Strategic Plan submission to the Provincial Government as required under the *Transparency and Accountability Act* (the *Act*). This submission was based on the previously approved plan.

The Board was advised that Memorial University is considered a Category 1 Entity under the *Act* and is required to file a Strategic Plan with Government every three years for tabling in the House of Assembly.

The Strategic Plan covers the period ending March 31, 2009, and was prepared in accordance with Government's published "*Guidelines for Activity Reports: Category 1 Government Entities*". The Plan is a subset of the five-year Strategic Plan that was approved by the Board of Regents at its meeting on February 1, 2007.

After discussion, the following resolution was passed:

RESOLVED:

That the Board of Regents approves the 2007-09 Strategic Plan as required under the *Transparency and Accountability Act* and further approves that it be filed with the Minister of Education for tabling in the House of Assembly.

3. Protected Disclosure (Whistleblower) Policy

The Board received and reviewed a recommendation to implement the Protected Disclosure Policy ("Policy") and accompanying Protected Disclosure Procedures ("Procedures").

The Board was advised that feedback on these documents had been sought and received from many in the University community, including MUNSU, CUPE and individual faculty and staff members. MUNFA was asked for feedback but did not respond.

The Protected Disclosure Coordinators, who are referenced in the Policy, will be selected through a Request for Proposals process that will begin following approval of the Policy and Procedures. The University anticipates having two or more persons from the same firm or organization to ensure someone is always available. The coordinators will refer matters for investigation in accordance with the applicable procedure (i.e. Code of Student Conduct, MUNFA Collective Agreement etc.). The Coordinators will report to the Board of Regents and will provide annual reports to the Board. The Board was advised that it is difficult to assess costs until the rates for the Coordinators and the volume of complaints are known.

After discussion, the following resolution was passed:

RESOLVED:

That the Board of Regents approves the implementation of the Protected Disclosure Policy and the Protected Disclosure Procedures.

Ms. Coish-Snow joined the meeting at 3:05 p.m.

4. Appointments to the Genesis Group Inc. Board

The Board received and reviewed background information pertaining to appointments and reappointments to the Genesis Group Inc. Board of Directors.

After discussion, the following resolution was passed:

RESOLVED:

That the Board of Regents approves the following re-appointments to the Board of Directors of Genesis Group Inc., for a one-year term, effective October 18, 2007:

Mr. Emad Rizkalla, Chairman of the Board of Directors
Mr. Rick Gill
Dr. Gary Gorman
Dr. Mary Williams
Dr. Penny Moody-Corbett
Ms. Siobhan Coady
Dr. Ray Gosine
Mr. Keith Stoodley
Mr. Fred Cahill
Dr. James Igloliorte
Dr. Chris Loomis
Mr. David King

Further, that the Board approve the following new appointments to the Board of Directors of Genesis Group Inc., for a one-year term, effective October 18, 2007:

Mr. Jerry Byrne
Ms. Judith Hearn
Ms. Susan Hollett
Ms. Sheila Downer

5. Appointments to the J.R. Smallwood Board

The Board received and reviewed background information pertaining to this matter and was advised that under article 2 (a) of the current J. R. Smallwood Centre for Newfoundland Studies Terms of Reference, which was approved by the Board of Regents on March 9, 1995, *"the Smallwood Centre will be governed by a Board of Directors appointed by the Board of Regents. Eight members will be appointed on the recommendation of the Deans of Arts after consultation with the Board"*.

The Board was advised that following the May 25, 2006 Executive meeting of the Institute of Social and Economic Research (ISER) and the June 9, 2006 meeting of the J. R. Smallwood Foundation Board meeting, there was a consensus to formulate one common body to act as, and oversee, both the ISER Executive Committee and the J. R. Smallwood Foundation Board.

Similarly, Article V: Executive Committee 2(a) through (d) of the ISER Constitution described its composition as *"faculty members will be appointed in the first instance by the President of the University on the advice of the Dean" ... "all subsequent appointments will be made by the Dean of Arts on the advice of the Committee"*.

The Board was advised that for the sake of consistency in the appointment process for the Joint Board of the ISER/J.R. Smallwood Foundation, the recommendation was approved unanimously by the present ISER/J.R. Smallwood Board and its Director.

After discussion, the following resolution was passed:

RESOLVED:

That the Board of Regents approves a recommendation that the Terms of Reference of the J. R. Smallwood Centre for Newfoundland Studies be amended to assign the Dean of the Faculty of Arts the responsibility of appointing members to the Board of Directors of the J. R. Smallwood Centre.

Ms. Lundrigan left the meeting at 3:20 p.m.

6. FINANCE COMMITTEE MEETING

The Minutes of the Finance Committee meeting held on October 18, 2007 were presented by Ms. Coish-Snow, Chair of the Committee, and approved by the Board.

On the recommendation of the Finance Committee, the following resolutions were passed with respect to the items requiring specific approval of the Board:

Item A - Update on the University's 2007-08 Financial Position

The Board received and reviewed an update on the University's 2007-08 financial position.

A further update will be provided to the Board at the December 6th meeting. This item was presented for information only and did not require a resolution of the Board.

Item B - Annual Budget Submission to the Provincial Government for Fiscal Years ending March 31st, 2009, 2010 and 2011

The Board received and reviewed background information pertaining to the budget submission to Government for Memorial University and the Faculty of Medicine for the fiscal years ending March 31st, 2009, 2010 and 2011.

A summary of the requests, including the budget data, were summarized in detailed information contained in separate budget booklets.

After discussion, the following resolution was passed:

RESOLVED:

That the Board of Regents approves the budget submission for Memorial University and the Faculty of Medicine to the Provincial Government for fiscal years ending March 31st 2009, 2010 and 2011.

Item C - International Undergraduate Tuition Fee Review

The Board received and reviewed background information pertaining to a recommendation to increase support and services for international undergraduate students through an increase in the government grant or a 10% increase in international undergraduate student tuition fees.

The School of Graduate Studies plans an extensive review of its fee structures. Consequently this proposal does not affect international graduate tuition fees.

The Board was advised that extra revenues generated will be allocated when setting the 2008/09 University budget.

After discussion, the following resolution was passed:

RESOLVED:

That the Board of Regents authorizes the University Administration to increase support and services for international undergraduate students as follows:

- Seek an increase in the government grant in order to support increased student support services as outlined above, or;
- Increase the per course tuition fee for international undergraduate students by 10% from \$880 to \$969 if support from government is not forthcoming.

Item D - Memorial University Pension Plan

(i) 2007-08 Activity Plan for the Memorial University Pension Plan

The Board received and reviewed background information pertaining to the 2006-07 Annual Report of the Memorial University Pension Plan as Required Under the *Transparency and Accountability Act* (the Act). The Board was advised that the Memorial University Pension Plan is considered a Category 3 Government Entity under the Act and is required to file an Activity Plan with government for tabling in the House of Assembly. The Activity Plan covers the period April 1, 2007 to March 31,

2008 and was prepared in accordance with government's requirements. The Director of Policy, Planning and Accountability with the Department of Education provided input into the format of the document and confirmed that it meets the requirements of the Act.

The Activity Plan provides general information on plan administration, investment performance and the outcome of the most recent actuarial valuation, prepared at March 31, 2007. It also sets out the goals and objectives for the pension plan together with associated measures and achievement indicators.

After discussion, the following resolution was passed:

RESOLVED

That the Board of Regents approves the 2007-08 Activity Plan for the Memorial University Pension Plan and further, that it be filed with the Minister of Education for tabling in the House of Assembly.

(ii) 2006-07 Annual Report of the Memorial University Pension Plan

The Board received and reviewed background information pertaining to 2006-07 annual report of the Memorial University Pension Plan. The Board was advised that the Memorial University Pension Plan is considered a Category 3 Government Entity under the *Transparency and Accountability Act* (the Act) and is required to file an Annual Report with government for tabling in the House of Assembly.

The Annual Report covered the fiscal year ended March 31, 2007 and was prepared in accordance with government's published *Guidelines for Activity Reports: Category 3 Government Entities*. It provided general information on plan administration, investment performance and significant activities during the year. It also included the latest actuarial valuation results of the pension plan and audited Financial Statements, both prepared as at March 31, 2007.

After discussion, the following resolution was passed:

RESOLVED:

That the Board of Regents approves the 2006-07 Annual Report of the Memorial University Pension Plan and further, that it be filed with the Minister of Education for tabling in the House of Assembly.

Item E - Creation of Permanent Positions

The Board received and reviewed background information including the rationale pertaining to the establishment of the following positions:

After discussion, the following resolution was passed:

RESOLVED:

That the Board of Regents approve the establishment of the following positions:

Department of Computing and Communications

CGS-094 - Systems Administrator IV
CGS-093 - Systems Analyst

Division of Marketing and Communication

PRD-035 - Communications Coordinator II
PRD-036 - Communications Coordinator II

Item F - Establishment of New Position

The Board received and reviewed background information pertaining to the establishment of a new position.

After discussion, the following resolution was passed:

RESOLVED:

That the Board of Regents approves the establishment of the new position of Associate Vice-President (Research) and approved the discontinuance of the position of Director of Major Research Partnerships, as soon as the position of Associate Vice-President (Research) is filled.

Item G - Changes to Administrative Structure in the Faculty of Business

The Board received and reviewed background information pertaining to changes to the administrative structure in the Faculty of Business Administration.

After discussion, the following resolution was passed:

RESOLVED:

That the Board of Regents approves the establishment of the following in the Faculty of Business Administration:

1. Five area group coordinators to be responsible for each of the following areas in the Faculty of Business Administration:
 - Organizational Behaviour/Theory, Human Resource Management & Labour Relations
 - Marketing & Communications
 - Finance, Accounting & Law
 - Strategic Management, International Business & Entrepreneurship
 - Information Systems, Operations Management & Management Science
- each with a designated area group coordinator
2. The position of Director of Graduate Programs.

7. AUDIT AND RISK MANAGEMENT COMMITTEE MEETING

A summary of the meeting of the Audit and Risk Management Committee meeting on October 17, 2007 was presented by Ms. Swanson, Vice-Chair of the Committee, and approved by the Board.

The following resolutions were passed with respect to the items requiring specific Board approval:

1. Enterprise Risk Management – Annual Report - 2006-07

The Board received and reviewed the Enterprise Risk Management Annual Report for 2006-07. This item was for information and did not require a resolution of the Board.

2. Appointment of University Auditors

The Board received and reviewed background information pertaining to a recommendation for the appointment of University Auditors for the financial statements and the financial statements for the Memorial University Pension Plan.

The Board was advised that in October 2004 Deloitte & Touch were appointed as the University's Auditors for a three-year period ending with the fiscal year end audit of March 31, 2007.

In September 2007, the University issued a Request for Proposals for external audit services.

After discussion, and on the recommendation of the Audit and Risk Management Committee, the following resolution was passed:

RESOLVED:

That the Board of Regents approves the appointment of Ernst & Young as Auditors for the University and the Memorial University Pension Plan for the fiscal year ending March 31, 2008 to March 31, 2012, subject to annual reappointment and subject to the approval of the Lieutenant-Governor-in-Council.

8. APPOINTMENTS COMMITTEE MEETING

The Board received and reviewed a Report of Action taken by the Appointments Committee at its meeting on October 18, 2007, which was presented by Ms. Broderick, Chair of the Committee, and approved by the Board.

The following resolution was passed with respect to the appointments requiring specific approval of the Board:

RESOLVED:

That the Board of Regents approves the appointment of Dr. Grant Gardner as Associate Vice-President (Academic), effective November 1, 2007, for a five-year term.

9. CAMPUS PLANNING AND DEVELOPMENT COMMITTEE MEETING

The Minutes of the Campus Planning and Development Committee meeting held on October 18, 2007, were presented by Ms. Broderick, Chair of the Committee, and accepted by the Board.

On the recommendation of the Campus Planning and Development Committee, the following resolutions were passed with respect to the items which required specific approval of the Board:

1. Update on Capital Projects

The Board received and reviewed a summary report of the following capital projects which are underway or being planned:

St. John's Campus

- Energy Performance Contract
- School of Pharmacy – Professional Practice Laboratory Renovations
- Faculty of Arts Offices Relocation/VP Academic Office Relocation
- Smallwood Centre – Gathering Space
- New Residence
- Residence Renovations

Marine Institute

- Holyrood Marine Base

Sir Wilfred Grenfell College

- Long-term Care Facility
- Corner Brook Curling Club Facilities (Rec Plex)
- Master Plan Update
- New Residence

2. Transfer of Ownership of the Marine Institute Assets to the University

The Board received and reviewed background information pertaining to the transfer of the ownership of the Marine Institute assets to the University.

After discussion, the following resolution was passed:

RESOLVED:

That the Board of Regents approves a recommendation that the University Administration:

1. Request the Lieutenant-Governor-in-Council to transfer ownership of the Marine Institute assets at its campus on Ridge Road, the Nagles Hill building and the Offshore Safety and Survival Centre site at Foxtrap from the Provincial Government to Memorial University;
2. Request the Department of Education to provide the University with funds to operate and service the aforementioned assets;
3. Develop a detailed cost estimate for expanding the Marine Institute so that current and emerging space needs are met.

10. LABOUR RELATIONS UPDATE

The President provided an update on MUNFA advising that a signing ceremony of the new collective agreement is being planned.

11. SENATE

The Board received a report of items of business considered by Senate at its regular meeting held on September 11, 2007. Approval was given to the following items requiring Board approval under Section

56(h) (course of study) and 56(s) (making or altering a rule or regulation) of the Act:

Item 4 Report of the Senate Committee on Undergraduate Studies (No. 4.1 to 4.7)

Item 6 Report of the Academic Council of the School of Graduate Studies (No. 6.1)

Centre of Excellence in Occupational Health and Safety

The Board received and reviewed background information pertaining to this matter. After discussion, and on the recommendation of Senate, the following resolution was passed:

RESOLVED:

That the Board of Regents approves a recommendation from Senate for the creation of a *Centre of Excellence in Occupational Health and Safety* (with the exception of the *Occupational Health and Safety Clinic*).

OTHER BUSINESS

1. Congratulations

The Board offered congratulations to the ACE Memorial Team for its second place finish in the Students in Free Enterprise (SIFE) World Cup held October 10-12 in New York.

ADJOURNMENT

The meeting adjourned at 5:00 p.m.