

MEMORIAL UNIVERSITY OF NEWFOUNDLAND

BOARD OF REGENTS

The regular meeting of the Board was held on Wednesday, October 18, 2023 at 2:00 p.m., in the McCann Centre, Education Building, St. John's campus, and via Webex.

PRESENT:

Mr. Glenn Barnes, Chair
Dr. Neil Bose, President and Vice-Chancellor, *Pro Tempore*
Dr. Jennifer Lokash, Provost and Vice-President (Academic), *Pro Tempore*
Chancellor Earl Ludlow
Ms. Michelle Baikie, via Webex
Ms. Leigh Borden
Mr. Bob Hallett
Dr. Ash Hossain
Mr. Justin Ladha
Mr. Carter McNelly
Mr. Andrew Mercer
Ms. Trudy Morgan-Cole
Mr. Aiden Parsons
Ms. Nathalie Pender
Mr. Tim Powers
Dr. Lloydetta Quaicoe
Mr. Anik Rahman
Mr. Arshad Shaikh
Ms. Andrea Stack
Ms. Eleanor Swanson
Mr. Luke Thibeau
Ms. Lynn Zurel
Ms. Tina Scott, Secretary to the Board

APOLOGIES:

Apologies were received from Chief Brendan Mitchell, Ms. Catharyn Andersen, Dr. Paul Brett.

PRESENT BY INVITATION:

Dr. Tana Allen, Interim Vice-President (Research), Ms. Lisa Browne, Interim Vice-President (Administration and Finance) and Vice-President (Advancement and External Relations), Ms. Michelle Snow, Executive Director, University Governance Secretariat, Dr. Ian Sutherland, Vice-President (Grenfell Campus) *pro tempore*, Mr. Scott Worsfold, General Counsel.

7041. MEETING CALLED TO ORDER

The meeting was called to order at 2:00 p.m. by Mr. Glenn Barnes, Chair.

Mr. Barnes extended a very special welcome to the following newly appointed member noting their appointment as follows:

Carter McNelly - appointed as the Memorial University of Newfoundland Students' Union representative for a period effective October 6, 2023, to October 5, 2025.

The Chair also extended a very special welcome to the following newly elected and re-elected MUN Alumni representatives noting that their appointment is for a three-year term effective September 1, 2023:

Ms. Leigh Borden
Mr. Andrew Mercer
Ms. Trudy Morgan-Cole
Dr. Lloydetta Quaicoe
Mr. Anik Rahman
Ms. Andrea Stack, *re-elected to the Board for a further three years*

7042. APPROVAL OF THE AGENDA/CONFLICT OF INTEREST

Following the call for the approval of the agenda, Mr. Barnes provided members and those present by invitation with the opportunity to declare if they were in a conflict of interest position or a potential conflict of interest position with regard to any agenda items.

Dr. Bose declared a conflict with Item 8.2 "Naming of a room in the Faculty of Engineering and Applied Science as the American Bureau of Shipping (ABS) Senior Design Room".

Mr. Shaikh declared a conflict with Item 9.2 "Update on LUMUN Collective Bargaining (Per Course Instructors and Postdoctoral Fellows)".

Ms. Pender declared a conflict with the Item "Appointment of Vice-President (Grenfell Campus)".

Mr. Rahman requested to move Item 9.1 "Revision to the Terms of Reference for the Human Resources Committee" from the closed consent agenda to the closed discussion agenda.

Dr. Hossain requested to move Item 7.3 "Separately Incorporated Entities Corporate Governance Checklists" from the closed consent agenda to the closed discussion agenda.

7043. MINUTES

The Minutes of the meetings of the Board of Regents held on July 6, 2023, July 17, 2023, July 27, 2023, and the email polls conducted August 1, 2023, and August 29, 2023, were approved by the Board.

7044. CHAIR'S REPORT

A. Meeting of the Executive Committee – September 28, 2023

The Chair noted that the Executive Committee met on September 28, 2023, to finalize the agenda for today's meeting of the Board. In doing so, he thanked members for their continued support in their respective roles on Board Committees.

B. Actions taken by the Executive Committee under Delegated Authority: Appointment of the Dean of the Faculty of Education

Mr. Barnes noted that one of the objectives of the Executive Committee is to act for the Board on any matter within the jurisdiction of the Board pursuant to *The Memorial University Act*, where decisions are required to be made and action taken between regularly scheduled meetings of the Board of Regents and where the Board has otherwise delegated specific responsibilities to the Executive Committee.

With that in mind, at a meeting held on September 28, 2023, the Committee exercised its authority to act on behalf of the Board and approved the appointment of Dr. Pamela Osmond-Johnson as Dean of the Faculty of Education effective December 1, 2023, for a five-year term and as provided in the background documentation.

C. Election of the Vice-Chair

The Chair noted that Clause D.22 of the Board Bylaws states that the Board shall elect one of its members to act as vice-chairperson of the Board for a term of two years and in accordance with the Bylaws and he informed the Board that the following two nominations were received for the position: Mr. Justin Ladha and Mr. Anik Rahman. In accordance with the Bylaws, the Chair invited members (excluding the nominees who abstained from voting) to cast their ballot. Following the vote, the Chair announced that Mr. Anik Rahman was elected as Vice-Chair of the Board of Regents for a term of two years or until his term on the Board expires, whichever occurs earlier. Mr. Barnes welcomed Mr. Rahman to the role of Vice-Chair and joined with the Board in expressing congratulations to all nominees for participating in the democratic process.

7045. PRESIDENT'S REPORT

A. President's Update of Activities

Dr. Bose provided the Board with a written summary of his activities and University events for period from July 2023 to October 2023 and provided the Board more detail and context on several of these activities and events. In doing so, he noted that this document is an update on the Actions related to the President's objectives for 2023-24 since the meeting of the Board held on July 6, 2023. In addition to this update, the President included the following appendices, copies of which were provided in the background documentation:

- Appendix A - Good news report
- Appendix B - Report on the President's Academic Research
- Appendix C - Recent highlights aligned with *Transforming Our Horizons*,
- Appendix D - Research Highlights

B. Registration and Enrolments Progress Report for Fall 2023 Semester

The Board received and reviewed an enrolments and registration progress report for the Fall Semester.

OPEN SESSION - CONSENT AGENDA

It was moved by Mr. Rahman, seconded by Mr. Ladha and carried that the consent agenda, as recommended by the appropriate Board Committee and comprising the resolutions listed in 7046 be approved as outlined below.

7046. SENATE MATTERS

A. Approval of Calendar Changes arising from the Senate meeting of September 12, 2023

The Board received background information pertaining to the Senate matters with implications for the Board of Regents arising from the Senate meeting held on September 12, 2023, and approved the Calendar changes as outlined in the background documentation and as follows:

- Faculty of Science: Department of Mathematics – New Course Mathematics and Statistics 1006: Calculus for Life Sciences.
- Faculty of Humanities and Social Sciences: Department of Archaeology – New Course Arch 4016 Querying Heritage & Department of Geography – Changes to Geography Honours Program.
- Faculty of Science – Revisions to Section 31.9 and 43.8.2

CLOSED SESSION – CONSENT AGENDA

Mr. Barnes provided members and those present by invitation with the opportunity to declare if they were in a conflict of interest position or a potential conflict of interest position with regard to any agenda items.

The Chair also noted that the items were dealt with in detail in meetings of the appropriate committees. It was then moved by Dr. Hossain, seconded by Dr. Quicoe and carried that the consent agenda, comprising the resolutions listed 7047 through 7050 below be approved as follows:

7047. AUDIT AND FINANCE COMMITTEE

A. 2022-2023 Annual Internal Audit Summary

The Board received for information the 2022-23 Annual Internal Audit Summary Report of audit activity and status of open audit recommendations. While administrative leaders navigate unexpected change related to turnover of human resources, decreased financial resources and an increase in assurance providers, progress on managing risks is continuing. Thematic categories have been used to describe opportunities to improve governance, data-driven decision making and integrated technology solutions. A summary was provided to reflect the results of work performed during the year and an update on the progress of the internal audit recommendations at year end March 31, 2023.

B. External Audit Plan for 2023-24

The Board received background information and approved the 2023/24 External Audit Plan for both the consolidated financial statements and for the pension plan and as outlined in the background documentation.

C. Memorial University Governance Checklist

The Board received for information the summary of Memorial University of Newfoundland's Corporate Governance Checklist. Memorial University has completed a Corporate Governance Checklist for fiscal year 2022/23. The checklist, completed annually, provides assurance to the Board of Regents that Memorial University has maintained all applicable corporate filings, has appropriate insurance coverages, and has provided copies of their audited financial statements and annual reports along with disclosure of any identified material liabilities or contingent liabilities of the University. A copy of the checklist was provided in the background documentation.

D. Update on the University's Financial Position

The Board received for information an update on the University's Financial Position. Board members were advised that at a meeting held on May 17, 2023, the Board of Regents approved the University's Operating Budget (including the Faculty of Medicine) for 2023-24. The Faculty of Medicine operating budget forecasted a \$2.5 million operating deficit. For at least the past six years, the Department of Health and Community Services has provided year-end stability funding to the Faculty of Medicine. A \$2.5 million adjustment to the Medicine Operating Revenue has been forecasted for 2023-24. A history of the year-end stabilization funding transfer from the Department of Health and Community Services was also provided. It was noted that the University operating budget update will be provided at the December 7, 2023, Board meeting.

E. Travel Policy - Schedule of Reimbursable Expenses Increase in International and Northern Travel Per Diem Rates

The Board received background information and approved the utilization of the Federal Treasury Board Travel Directive (as provided in the background documentation as Appendix D – Allowances – Module 4) for international travel and utilizing the Federal Treasury Board Travel Directive (as contained in the background documentation as Appendix C – Allowances – Modules 1, 2, and 3) for travel to Yukon & Alaska, Northwest Territories and Nunavut for the Travel Policy - Schedule of Reimbursable Expenses International and Northern Travel Per Diem Rates and as outlined in the background documentation.

F. Update on the High-Priority Open Recommendations from the Office of Internal Audit

The Board received for information an update on the High-Priority Open Recommendations from the Office of Internal Audit. The Office of Internal Audit has 49 open recommendations, of which eight are deemed high-priority. The previous Audit and Risk Committee of the Board of Regents requested an update from management on the status of the recommendations. The most recent work on the recommendations and target dates for remediation was outlined in the background documentation.

G. Reappointments to Memorial University Recreation Complex (MURC) Board of Directors

The Board was informed that at a meeting held on October 16, 2023, the Audit and Finance Committee approved the appointments to the Memorial University Recreation Complex Board of Directors as outlined in the background documentation and as follows:

- Dr. Angie Clarke, appointed as the MUN Administrative Representative for a 2-year term
- Dr. Peter Rogers, appointed as the Professional Schools' Faculty Representative for a 3-year term
- Mr. Dwayne Taverner, appointed as the MUN Student Life Representative for a 2-year term

H. Change for use of the Patricia Canning Memorial Lecture in Child Health and Development endowment Fund

The Board received background information and approved the change to the Patricia Canning Memorial Lecture in Child Health and Development endowment fund to the Patricia Canning Memorial Scholarship Endowment Fund and as outlined in the background documentation.

I. Protected Disclosure Annual Report – 2022

The Board received for information the Protected Disclosure Annual Report. On May 11, 2017, the Board of Regents approved a revised policy governing Protected Disclosures. This policy provides a disclosure mechanism for members of the University to report wrongdoing and provides protection to those members who choose to report wrongdoing. Effective with the change in policy, the Executive Director of the then Office of the Board of Regents (subsequently renamed the University Governance Secretariat) was named as the University's Protected Disclosure Coordinator (PDC). An annual report for the calendar year (2022) was provided, a copy of which was included in the background documentation.

7048. PHYSICAL AND DIGITAL INFRASTRUCTURE COMMITTEE

A. Update on Major Capital Projects

The Board received for information an update on the following major capital projects which are currently ongoing at varying stages:

PROJECTS IN CONSTRUCTION	
St. John's Campus	
1	Harsh Environment Research Facility (HERF)
2	Electric Boilers – Utilities Annex
3	Canada Games Facilities a. Aquarena & Field House Upgrades b. Track, Turf & Field & Centre of Excellence
Grenfell Campus	
1	Regional Recreation Centre

PROJECTS IN PLANNING/DESIGN	
St. John's Campus	
1	University Buildings Strategy – Psychology to CSF
2	OCIO Data Centre Replacement
Grenfell Campus	
1	Western Regional School of Nursing

PROJECTS ON HOLD	
St. John's Campus	
1	Indigenous Centre (Tender Ready)
2	University Buildings Strategy a. Science Building Demolition b. Biotechnology (Tender Ready) c. Chemistry-Physics d. Reid Theatre (Tender Ready)
3	Coughlan College Demolition

The Board was advised that the projects in progress are on time and on budget unless otherwise noted.

- B. Naming of the senior design room in the Ocean/Naval Architectural Engineering department in the Faculty of Engineering and Applied Science (EN4029) to The American Bureau of Shipping (ABS) Senior Design Room

The Board received background information and approved the naming of the Faculty of Engineering and Applied Science building Room EN4029 as The American Bureau of Shipping (ABS) Senior Design Room and as outlined in the background documentation.

7049. HUMAN RESOURCES COMMITTEE

- A. Update on the Lecturer's Union of Memorial University of Newfoundland (LUMUN) Collective Bargaining (Per Course Instructors and Postdoctoral Fellows)

The Board received for information an update on conciliation meetings with LUMUN Per Course Instructors and Postdoctoral Fellows. In addition to the update on LUMUN, further updates were also received with respect to the Per Course Instructors as well as the Postdoctoral Fellows negotiations.

- B. Implementation of Provincial Government template for wage increases and one-time prorated retention bonus for Non-Bargaining and Management and Professional associated scales; and Compression of salary scale for Non-Bargaining Staff

The Board received background information and approved the recommendations pertaining to the implementation of the Provincial Government template for wage increases and one-time prorated retention bonus for Non-Bargaining and Management and Professional associated scales and the compression of salary scale for Non-Bargaining Staff as outlined in the background documentation and as follows:

- The application of general economic increases and one-time prorated \$2000 retention bonus in alignment with unionized Memorial application for non-bargaining (NB) and Management and Professional Staff (MPS) groups.
- The revision of the 36-step salary scale structure for Non-Bargaining Staff to compress the scale resulting in step 18 of the range becoming the new scale floor, with step 36 remaining as the maximum, in alignment with the CUPE scales. This change in scale structure would be effective on the date of approval and not applicable for retroactive payment.
- The Department of Human Resources to initiate discussion of the revision of the 36 step salary scale structure with NAPE locals. Board of Regents approval of any such revision would be sought at a future meeting.

7050. EXECUTIVE AND GOVERNANCE COMMITTEE

A. Update on Indigenous Verification

The Board received for information an update on Indigenous Verification. Universities across Canada are grappling with how to deal with issues of Indigenous identity. There have been high profile cases at various universities across Canada where senior university leaders and academics have had their Indigenous identity challenged. These cases have resulted in calls, across campuses and communities, for universities to develop clear criteria to verify individuals who claim to be Indigenous for the purposes of targeted hires, scholarships, and designated seats in academic programs. This controversy and call for action by university leadership has been an issue of discussion for some time, and became an issue of immediate concern at Memorial in the spring of 2023. Further details regarding the update on Indigenous Verification was provided in the background documentation.

B. Revisions to the Flags Policy

The Board received background information and approved the revised Flags Policy as outlined in the background documentation.

CLOSED SESSION – DISCUSSION AGENDA

7051. AUDIT AND FINANCE COMMITTEE

A. Summary of Corporate Governance Checklists provided by Separately Incorporated Entities (SIEs) for 2023/24 fiscal year

The Board received and reviewed background information pertaining to the Summary of Corporate Governance Checklists provided by Separately Incorporated Entities (SIEs) for 2023/24 fiscal year. Board members were advised that on an annual basis, each SIE is required to complete a Corporate Governance Checklist for presentation to the Board of Regents. A discussion then ensued regarding the checklist which provides assurance to the Board that each SIE has maintained all annual corporate filings, has appropriate insurance coverages, and has provided copies of their audited financial statements and annual report (if appropriate) along with disclosure of any identified material liabilities or contingent liabilities of the corporation. It was further noted how the checklist also provides summary information regarding each SIE's progress toward meeting the 50/30 challenge. The summary of the responses of each SIE to the checklist questions and a table outlining their progress toward meeting the 50/30 challenge was provided in the background documentation.

This item was received for information and did not require a resolution of the Board.

B. Update on the Office of the Auditor General Review

The Board received and reviewed background information pertaining to the update on the Office of the Auditor General Review.

Board members were advised that in April 2022, the provincial government formally requested a full and comprehensive review of operations and spending at Memorial University by the Office of the Auditor General (OAG). The provincial government indicated the finding of this review would help to inform final amendments into the *Memorial University Act*.

This review was enabled by a new *Auditor General Act* brought forth in November 2021 that expanded the Office of the Auditor General's access to information and to audit the use of government funds. These amendments included the repeal of Section 38(1) of the *Memorial University Act* to allow the Auditor General to determine if significant investments are being managed with due regard to the economy, efficiency and effectiveness.

On November 17, 2022, the Auditor General submitted their audit plan to the President with a copy to the Chair of the Board of Regents. Initially the planned audit scope period was April 1, 2019, to March 31, 2022, but was later changed to April 1, 2019, to December 31, 2022.

Weekly meetings had been held between the OAG and the Vice-President (Administration and Finance) (VPAF) until September to ensure information was flowing and to discuss any areas of concern. The Board has been updated on the work related to the Audit at its regular meetings. As the field work began to wind down, the OAG held one-on-one interviews with the Chair of the Board of Regents and all Committee Chairs as well as the President and Vice-Presidents. The OAG has been writing sections of the report and requested validation by the President on various draft sections. Responses have been provided from the President. It was noted that at a session held earlier in the day, the Board received a presentation from Ms. Lisa Browne, Interim Vice-President (Administration and Finance), with regard to "Office of Auditor General Update".

This item was received for information and did not require a resolution of the Board.

7052. HUMAN RESOURCES COMMITTEE

A. Revisions to the Terms of Reference for the Human Resources Committee

The Board received and reviewed background information pertaining to a revision to the Terms of Reference for the Human Resources Committee of the Board of Regents as it relates to Clause 9, Group B, to add the position of Chief Financial Officer. It was noted that Senior Administrative positions at BL 16 are included in Group B of the Human Resources Committee Terms of Reference, whereby permanent appointments to these positions require Board approval.

During discussion it was further noted that in the recent restructuring of the Committees, the positions of President and Vice-Chancellor and Provost and Vice-President (Academic) were listed as non-voting members of the committee whereas in the previous Human Relations Committee both had held voting positions. Following a discussion regarding the rationale for the change and several unintended consequences, which were felt to negatively impact the efficiency of the Committee, it was proposed that the voting privileges for the President and Provost be reinstated.

After a discussion, the following motion was passed:

RESOLVED:

That the Board of Regents approve the change to the Human Resources Committee Terms of Reference for the inclusion of the position of Chief Financial Officer in Clause 9, Group B, and as outlined in the background documentation.

Further, that the Board of Regents approve the amendment to the Terms of Reference for the Human Resources Committee to include the positions of President and Vice-Chancellor and Provost and Vice-President (Academic) as voting members of the Committee.

7053. PHYSICAL AND DIGITAL INFRASTRUCTURE COMMITTEE

B. Update on 2025 Canada Games and ownership of the Fortis Canada Games Complex

The Board received and reviewed an update on the 2025 Canada Games and the recommendation for ownership of the Fortis Canada Games Complex.

Board members were advised that in 2020 Memorial was approached by the City of St. John's Canada Games 2025 Bid Committee to provide support for their bid to host the 2025 Canada Summer Games. The Board of Regents approved Memorial's support of the bid at its July 2020 meeting and administration continued to work with the 2025 Bid Committee throughout 2020 to provide information in support of the bid. This culminated in a Venue Use Memorandum of Understanding

Update on 2025 Canada Games and ownership of the Fortis Canada Games Complex (cont'd)

(MOU) between the 2025 Bid Committee and Memorial at end of 2020, which outlined the general use of facilities and cost estimates and was included in the bid. After award of the games, the MOU is to be formalized into a Venue Use Agreement between the Host Society (formerly Bid Committee) and Memorial, where all good faith commitments made in the MOU would be set out in this agreement.

In April 2021, the City of St. John's was named the official host of the 2025 Canada Summer Games. Since this time, Memorial has continued to work with the 2025 Host Society in preparation of the 2025 Games. Memorial University will play a key role during the Games, including hosting close to 5,000 athletes over a two-week period. The St. John's Campus will also host several sporting competitions, athlete's village, mission offices, and polyclinic, as well as entertainment and social zones. Substantial renovations are scheduled to be completed to the Aquarena to support the swimming and diving competitions, and the City of St. John's is building a track and field, soccer turf and Centre of Excellence (now known as the Fortis Canada Games Complex) on University and NLESD-owned property in the Aquarena – Lambe's Lane area.

With respect to the Fortis Canada Games Complex, in July 2022 Memorial communicated to the City of St. John's that it agreed in principle to assume the ongoing operations of the new facilities, conditional upon Board of Regents approval as well as any required legislative approvals and/or agreements. Thereafter, throughout late 2022 and early 2023 Memorial collaborated with the City of St. John's on the request for proposals for the Design-Build Project and Memorial-specific infrastructure information was included in the performance specifications of the project. In May 2023 the Design-Build Contract for the Fortis Canada Games Complex was awarded.

At around the same time, given the work required, Memorial named a dedicated Institutional Lead to oversee the planning and coordination required to host the Games and to serve as liaison with key internal and external stakeholders, including the 2025 Canada Games Host Society, City of St. John's and many Memorial University units and departments. Since this time, an internal Memorial steering committee has been formed, chaired by the Vice-President (Administration and Finance), project governance has been established for the major capital projects (Aquarena and Fortis Canada Games Complex), and a variety of aspects of Games readiness planning have been advanced.

It was noted that at a session held earlier in the day, the Board received a presentation regarding the "Canada Games – August 8 – 25, 2025" which detailed work to date on the project including, costs and site visits. It also outlined main areas of work such as oversight and control, venue use, the Aquarena and the Fortis Canada Games Complex.

Update on 2025 Canada Games and ownership of the Fortis Canada Games Complex (cont'd)

After a discussion, the following motion was passed:

RESOLVED:

That the Board of Regents, approve the land-use agreement with the City of St. John's for the construction of the 2025 Canada Games Facilities as outlined in the background documentation and as follows:

- Finalize the land-use agreement with the City of St. John's for use of Memorial University land for the duration of the period of construction of the facilities;
- Authorize the required agreement to accept the Fortis Canada Games Complex legacy facilities gift effective at substantial completion of the project;
- Negotiate an operations and management agreement with the Newfoundland and Labrador Sports Centre as the third-party operator of the Fortis Canada Games Complex to commence upon substantial completion of the project and subject to approval by the Board of Regents.

7054. EXECUTIVE AND GOVERNANCE COMMITTEE

A. President's Advisory Council

The Board received and reviewed background information pertaining to the President's Advisory Council.

Board members were advised that the President's Advisory Council was established in 2021. It was noted that many universities across Canada have such Councils which are comprised of volunteer alumni, do not have decision-making abilities, are not involved in governance processes, and are advisory only. The following is a synopsis of the Terms of Reference for Memorial's President's Advisory Council:

- Purpose is to provide strategic advice and guidance on a range of issues
- Volunteers are selected based on interest, profile in their respective community or field, geographic location, and/or knowledge of Memorial that may benefit the university in achieving its mission
- Appointments are for three years and renewable
- Responsibilities are to provide advice on external issues as noted, facilitate linkages, provide advice on reputational issues and act as ambassadors for Memorial.
- Meetings occur two-three times a year.

President's Advisory Council (cont'd)

The terms for the current members will continue until April of 2024 and the intention will be to hold two meetings over the next 8 months.

After a discussion, the following motion was passed:

RESOLVED:

That the Board of Regents approve the continuation of the President's Advisory Council as outlined in the background documentation.

B. University Governance Secretariat

The Board received and reviewed background information pertaining to a temporary, six-month pause on the operationalization of the University Governance Secretariat.

Board members were advised that on October 6, 2022, the Board of Regents approved the creation of a University Governance Secretariat, which saw the merger of the Office of the Secretary of Senate into the Office of the Board, led by the Executive Director, Office of the Board of Regents. The formal administrative actions to effect this change were completed in June 2023. Additionally, at that time, the Board was advised that an analysis would be completed on governance secretariat structures and a report generated for the Board. The report, which was completed at the end of July 2023 was provided in the background documentation. It was noted that an analysis of this report is ongoing. Since the Fall of 2022, the work required to support the functions of Senate and its various committees has continued to increase.

In addition to an increase in workload, there has been a decrease in the human resources available to the Board of Regents Office to support these tasks. In recognition of the significant and increasing workload on the Office of the Board, where these combined functions in support of the two key bodies in the bicameral system reside, a temporary, 6-month, pause in the full implementation of the amalgamated offices has been undertaken. To support the functions of Senate, dedicated resources are required while the next steps to support Senate and Board are determined.

To balance these pressures with supporting the key work of Senate, the duties as outlined in Schedule A of the background documentation, have been shifted temporarily, for a period of 6 months, to Memorial's current University Registrar, Dr. Lee Ann McKivor.

University Governance Secretariat (cont'd)

Dr. Bose noted that financial implications are expected to be minimal and there is no anticipated increase to the existing \$183,000 budget to support this temporary arrangement. In addition, he also noted that Senators and Regents were made aware of this change in a memorandum dated September 8, 2023. Other university stakeholders who were also made aware on that date include all student unions and all employee unions across Memorial's campuses.

This item was received for information and did not require a resolution of the Board.

C. Review and Update of the Bylaws of the Board of Regents

Due to time constraints, this item was deferred to a future meeting of the Board.

D. Review and Update of the Board of Regents Code of Conduct

Due to time constraints, this item was deferred to a future meeting of the Board.

E. Review and Update of the Board of Regents – Conflict of Interest

Due to time constraints, this item was deferred to a future meeting of the Board.

F. Delegations of Authority Policy

Due to time constraints, this item was deferred to a future meeting of the Board.

G. MUN Strategic Plan 2021-2026 Performance Measurement Framework – Year Two

The Board received and reviewed background information pertaining to Memorial University's Strategic Plan 2021-26 Performance Measurement Framework – Year Two.

At this point, Mr. Barnes welcomed to the meeting Mr. Keith Matthews, Director of the Centre for Institutional Analysis and Planning. Mr. Matthews then provided a presentation "Memorial University's Strategic Plan 2021-2026".

Board members were advised that the update pertains to the KPI Dashboard for year two of Memorial University's strategic plan – Transforming Our Horizons. As previously requested by the Board of Regents following last year's submission, noted changes include:

- Reduction of the number of KPIs
- Increased focus on quantitative indicators

MUN Strategic Plan 2021-2026 Performance Measurement Framework – Year Two (cont'd)

At a meeting held on December 2, 2021, the Board approved the proposed Key Performance Indicators for the University's strategic plan, Transforming Our Horizons, with the expectation that senior administration would submit a report on progress to the Board at its July 2022 meeting.

The dashboard (along with a methodology primer) for year one of the strategic plan (2021-22) was presented to the Board of Regents at its meeting of July 2022. Based on discussions at the Board of Regents, two suggestions were made to improve the utility of the document in year two of the performance measurement framework:

- Reduce the volume of content by reducing the number of Key Performance Indicators (KPIs), currently 44. In some cases this might require modifications to the language of some goals.
- Increased focus on quantitative indicators and annual change, where possible.

Based on the Board of Regents feedback, the number of KPIs were reduced from 44 to 34 by removing those that are considered "complete," combining related KPIs where possible, and removing KPIs for which data has proven impossible to provide. In addition, the wording of some goals and KPIs was modified to better capture institutional progress.

The following documents were provided in the background documentation:

- Appendix A – Summary of changes
- Appendix B – Year 2 (2022-23) Key Performance Indicators Appendix C – KPI Dashboard Background

It was noted that the President's Executive Council reviewed approved the revised dashboard at its meetings in May and June 2023. As in July 2022, the dashboard is accompanied by a methodological primer that contains additional information on definitions, methodology, examples, and contextualization for each of the 34 KPIs.

Following a discussion, Mr. Barnes thanked Mr. Matthews for the informative presentation and he left the meeting.

This item was received for information and did not require a resolution of the Board.

H. Approval of the Research Strategy 2023-2028

The Board received and reviewed background information pertaining to the Research Strategy 2023-2028. At this point, Mr. Barnes invited Dr. Tana Allen, Acting Vice-President (Research), to provide a presentation with regard to the Research Strategy 2023-2028.

Board members were advised that Memorial's previous Research Strategy Framework was endorsed in September 2011. The University's Strategic Research Intensity Plan 2014-2020 built on the framework to support Memorial's vision.

In 2021 Dr. Neil Bose, the Vice-President (Research) (or VPR) at the time, launched the process to develop a new research strategy for Memorial University's research enterprise. A working group was formed to undertake the task. Led by the Associate Vice-President (Research), Dr. Ray Gosine, the working group engaged with the Research Council and gathered feedback that helped shape the direction of the Strategy, especially its core principles, goals and objectives, and strategic research themes.

A draft Research Strategy was presented online to the Memorial community for wide consultation in 2021. Dr. Neil Bose, VPR at that time, hosted three town hall sessions about the Strategy to invite feedback. A webpage was created for the review of the Research Strategy with an email address for submitting input.

Feedback was collected and incorporated into a revised draft of the Research Strategy. An environmental scan was completed of several other Canadian universities' research strategies as well as ongoing research work throughout Memorial. Since Fall 2022, Dr. Tana Allen, the Acting VPR, has led the work to finalize the Research Strategy, including aligning with Transforming Our Horizons and ensuring considerations for advancing Memorial's commitments to Indigenization and Equity, Diversity, Inclusion and Anti-Racism (EDI-AR).

This Research Strategy was sent to many stakeholders for review, including the Vice-Provost (EDI-AR), Vice-President (Indigenous), Associate Vice-President (Indigenous Research), Research Council, and others in the research portfolio. It was reviewed and endorsed by the Senate Committee on Research. The President's Executive Council provided thoughts on the document in May 2023 and approved it in July 2023. The Strategy was advanced to the Senate which approved it on September 12, 2023.

A copy of the Research Strategy was provided in the background documentation.

After a discussion, the following motion was passed:

RESOLVED:

That the Board of Regents approve the Research Strategy 2023-2028 and as outlined in the background documentation.

I. Presidential Objectives

At this point, Ms. Browne, Dr. Allen, Mr. Worsfold and Dr. Sutherland declared a conflict with this item and recused themselves from the meeting.

Dr. Bose advised that the President's Objectives contains proposed strategic objectives for 2023-24 (April 1-March 31). In doing so, he noted that the Objectives have developed in consultation with the President's Executive Council and with feedback from the Board of Regents.

At this point, Dr. Bose left the meeting.

Following a discussion, it was agreed that the President's Objectives would be brought back for consideration by the Board at its meeting scheduled for December 7, 2023.

J. Presidential Search Process

The Board received and reviewed background information pertaining to the Presidential search process.

Board members were advised that at a meeting held on May 18, 2022, the Board approved the Board Policy "Presidential Search, Selection and Appointment".

The policy provides the framework for the search, selection, and appointment of the President and strives to ensure the search process is strategic and collaborative and considers the requirements of the *Memorial University Act RSNL 1990* (or the *Act*), established customs and best practices.

The policy ensures the University Community has the opportunity to provide input and as per Section 51 of the *Act*, requires consultation with Senate and the approval of the Lieutenant-Governor-in-Council before the appointment is finalized.

On July 27, 2023, the Board of Regents approved the Employment Agreement between MUN and Dr. Bose to serve as President and Vice-Chancellor, *Pro Tempore*, for the period April 6, 2023 to April 5, 2025, or upon the appointment of a successor President, whichever occurs first.

As outlined in the policy, the Board must strike and establish the membership for a Presidential Search Committee (PSC). The role of the PSC is to conduct the search for presidential candidates; once the search has been conducted, including any required consultation, the PSC recommends to the Board one individual to serve as President and Vice-Chancellor which the Board then votes on.

Presidential Search Process (cont'd)

The PSC must include the Board Chair as Chair, faculty from each campus, students, academic administrators and the public-at-large. The specific responsibilities of the PSC include: preparing a budget for the process; writing a position profile; determining whether to engage a Consultant; analyzing the results of any university community consultation; capturing the views of Senate, interviewing and ranking top candidates and providing the name and report on the most appropriate candidate to the board.

Additional background information, including submissions tabled to the Board of Regents during various stages of the 2019 Presidential Search was provided in the background documentation.

To meet operational timelines and allow for smooth and strategic transition to the selected candidate it is suggested that the Board begin preparations for the presidential search process in the Fall 2023 with formal commencement of the search to begin in early 2024.

After a discussion, the following motion was passed:

RESOLVED:

That the Board of Regents, in accordance with the provisions of the *Memorial University Act*, formally commence the search for the next permanent President of Memorial University of Newfoundland. Further, in keeping with the process outlined in the Presidential Search, Selection and Appointment Policy, request that the Executive and Governance Committee develop a detailed terms of reference and membership structure for a Presidential Search Committee for consideration by the Board at its December 2023 meeting.

7055. HUMAN RESOURCES COMMITTEE

Ms. Pender declared a conflict with this item and recused herself from the meeting.

A. Appointment of the Vice-President (Grenfell Campus)

The Board received and reviewed background information pertaining to the appointment of the Vice-President (Grenfell Campus).

Board members were advised that Section 52 (b) of the *Memorial University Act* provides as follows:

*“52. On the recommendation of the president, the board may...
(b) appoint vice-presidents of the university and designate 1 of them to be pro vice-chancellor of the university.”*

Appointment of the Vice-President (Grenfell Campus) (cont'd)

Under the Terms of Reference of the Human Resources Committee of the Board of Regents, the Committee has the following responsibilities:

“To recommend to the Board, appointees to the “Executive Pay Group” positions (i.e. Vice-Presidents), excluding the President.”

The position of the Vice-President (Grenfell Campus) was created in February 2010. Previously, the position was known as Principal, Sir Wilfred Grenfell College and it reported to the Provost. The creation of the new position reflected the implementation of a new governance structure at Grenfell Campus. The Vice-President (Grenfell Campus) is an academic administrative position and has been filled on a “*pro tempore*” basis since June 2021 by Dr. Ian Sutherland.

In July 2022 the President began the process to establish a committee to conduct a search for a permanent incumbent. The search was conducted in accordance with the Procedures Governing the Appointment, Review, Promotion and Tenure of Academic Administrators (“the Procedures”). The members of the Search Committee concluded that Dr. Ian Sutherland best met the preferred characteristics for the Vice-President (Grenfell Campus) and recommended their appointment. A report on the Search was provided in the background documentation.

After a discussion, the following motion was passed:

RESOLVED

That the Board of Regents approve the appointment of Dr. Ian Sutherland as Vice-President (Grenfell Campus) effective November 1, 2023, for a five-year term and as outlined in the background documentation.

ADJOURNMENT

The regular meeting adjourned at 5:23 p.m.

CHAIR

SECRETARY

DATE