

MEMORIAL UNIVERSITY OF NEWFOUNDLAND

BOARD OF REGENTS

The regular meeting of the Board of Regents was held on Thursday, December 5, 2019 at 3:00 p.m. in Room B-2007A, Signal Hill Campus, and via teleconference.

PRESENT:

Ms. Iris Petten, Chair
Mr. Denis Mahoney, Vice-Chair
Dr. Gary Kachanoski, President and Vice-Chancellor
Dr. Noreen Golfman, Provost and Vice-President (Academic)
Chancellor Susan Dyer Knight
Ms. Margaret Allan
Mr. Ian Anunda, via teleconference
Ms. Michelle Baikie
Mr. Robert Bishop
Mr. Glenn Barnes
Mr. Mark Bradbury
Dr. Bud Davidge
Ms. Cathy Duke
Mr. Brandon Ellis, via teleconference
Mr. John Gibbons, via teleconference
Dr. Rex Gibbons
Ms. Katharine Hickey
Mr. Michael Howse
Mr. Doug Letto
Mr. Amaan Merchant
Ms. Karen McCarthy
Ms. Donna Rideout
Mr. George Saunders
Ms. Eleanor Swanson
Mr. Dennis Waterman
Ms. Tina Winsor, Acting Secretary to the Board

APOLOGIES:

Apologies were received from Mr. Joe Dunford, Ms. Donna Rideout, Ms. Catherine Rowsell, Ms. Tina Scott.

PRESENT BY INVITATION:

Mr. Kent Decker, Vice-President (Administration and Finance), Dr. Neil Bose, Vice-President (Research), Mr. Glenn Blackwood, Vice-President (Marine Institute), Dr. Jeff Keshen, Vice-President (Grenfell Campus), Mr. Glenn Collins, Interim Executive Director, Office of the Board of Regents, Mr. Morgan Cooper, General Counsel.

6664. MEETING CALLED TO ORDER

The meeting was called to order at 3:00 p.m. by Ms. Iris Petten, Chair.

Ms. Petten extended a very special welcome to the following newly appointed members noting their appointments as follows:

Mr. Ian Duncan Chandi Anunda – appointed as the Grenfell Campus Students' Union representative for a period effective November 19, 2019 to October 4, 2020.

Mr. Amaan Merchant – appointed as the Memorial University of Newfoundland Students' Union representative for a period effective November 19, 2019 to December 17, 2021.

Mr. Michael Howse – appointed as the Marine Institute Students' Union representative for a period effective November 19, 2019 to October 20, 2020.

Mr. Andrew Woodland – appointed as Alumni representative for term effective November 19, 2019 to August 31, 2020.

The Chair also welcomed Ms. Tina Winsor, Acting Secretary to the Board of Regents.

6665. APPROVAL OF THE AGENDA/CONFLICT OF INTEREST

Following the call for the approval of the agenda, Ms. Petten 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 agenda was approved by the Board.

6666. MINUTES

The Minutes of the regular meeting of the Board of Regents held on October 2, 2019 were approved by the Board.

6667. CHAIR'S REPORT

A. Meeting of the Executive Committee – November 20, 2019

The Chair noted that the Executive Committee met on November 20, to finalize and fine tune the agenda for today's meeting of the Board.

6668. PRESIDENT'S REPORT

A. President's Update of Activities

Dr. Kachanoski provided the Board with a written summary of his activities and University events since the October 2019 meeting of the Board and he provided the Board more detail and context on several of these activities and events.

B. Registration and Enrolments Progress Report for Winter 2020 Semester

The Board received and reviewed an enrolments and registration progress report for the Winter 2020 Semester.

OPEN SESSION - CONSENT AGENDA

Ms. McCarthy declared a conflict with Agenda Item 7.2 "Newfoundland Power Easement Indenture".

Mr. Woodland declared a conflict with Agenda Item 7.2 "Newfoundland Power Easement Indenture".

Mr. Collins declared a conflict with Agenda Item 13.8 "Appointment of the Executive Director, Office of the Board of Regents".

It was moved by Mr. Letto, seconded by Ms. Hickey, and carried that the consent agenda, as recommended by the appropriate Board Committee and comprising the resolutions listed in 6669 through 6673, be approved as outlined below.

6669. SENATE MATTERS

A. Senate matters with implications for the Board of Regents (September 10, 2019) – Approval of Calendar Changes

The Board received and reviewed background information pertaining to the Senate matters with implications for the Board of Regents arising from the Senate meeting held on September 10, 2019 and approved the Calendar changes as outlined in the background documentation.

6670. CAMPUS PLANNING AND DEVELOPMENT COMMITTEE

A. Update on Capital Projects

The Board was advised that the following major capital projects are currently ongoing at varying stages:

PROJECTS IN PROGRESS	
St. John's Campus	
1	Aboriginal Centre
2	Core Science Facility
3	Animal Resource Centre
4	Energy Performance Contract

PROJECTS IN PLANNING STAGES	
St. John's Campus	
1	Mechanical Engineering High Bay Laboratory
2	Reid Theatre Redevelopment
3	University Buildings Strategy
Marine Institute	
1	Holyrood Marine Base Phase IIB

PROJECTS IN EARLY STAGES	
1	Faculty of Medicine Redevelopment of Existing Space
2	School of Pharmacy Expansion
3	Signal Hill Campus Phase II
4	Transit Terminal

PROJECTS ON HOLD	
1	Petroleum Engineering Building
2	Research Archival Facility

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

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

B. Newfoundland Power Easement Indenture

The Board received background information and authorized the execution of the indenture with Ronald McDonald House of Newfoundland and Labrador, Newfoundland Power Inc. and Bell Canada as outlined in the background documentation.

6671. AUDIT AND RISK COMMITTEE

A. Combined Assurance Model

The Board received for information a report from the Internal Auditor on the Combined Assurance Model. The Office of Internal Audit regularly assesses the other sources of assurance provided across various areas of the University. As per the Annual Internal Audit Plan 2019-20, work has been completed on the development of a combined assurance model to demonstrate the multiple layers of assurance provided to administration regarding University administrative operations. This model demonstrates the assurance coverage over governance, risk management and internal controls. It illustrates how internal assurance providers, such as the Enterprise Risk Management Committee, work in parallel to independent assurance providers to ensure operations continuously improve in alignment with the objectives of the University.

B. Evaluation of External Auditors for the Memorial University of Newfoundland consolidated Financial Statements and the Memorial University of Newfoundland Pension Plan Financial Statements

The Board received for information the evaluation of external auditors for the Memorial University of Newfoundland consolidated financial statements and the Memorial University of Newfoundland Pension Plan financial statements. During the past year, the Audit and Risk Committee has reviewed and selected Audit Quality Indicators (AQI) in relation to the University's external audit. The selected AQIs include:

- training and professional development of the engagement team;
- completion of audit execution milestones;
- results of inspections of the firm;
- extent and quality of client services;
- management meeting deliverables timelines;
- audit committee engagement with the auditors.

Ernst Young's response to the first four AQIs, the timelines for last year's audit (prepared by Administration), and a summary of key activities of the Audit and Risk Committee in connection with the 2018-19 fiscal year audit (prepared by the Chair of the Committee) was provided in the background documentation.

C. Request for Proposals (RFP) for External Auditor services for the Memorial University of Newfoundland consolidated Financial Statements and the Memorial University of Newfoundland Pension Plan Financial Statements

The Board received for information the Request for Proposals (RFP) for external auditor services for the Memorial University of Newfoundland consolidated financial statements and the Memorial University of Newfoundland Pension Plan financial statements. In the fall of 2013, the University issued a request for proposals (RFP) for external audit services for the University's consolidated financial statements and the pension plan financial statements. Ernst & Young LLP (EY) was appointed for an initial five-year term (fiscal 2013-14 to 2017-18) with the University having the option to renew for an additional five years subject to annual reappointment. The University reappointed EY for the 2018-19 fiscal year and the 2019-20 fiscal year.

Over the past 7 years there has been significant changes in the EY audit team conducting the Memorial University audits and the audit industry has experienced changes in audit standards, audit tools and techniques. Rather than extend for an eighth year, the University plans to issue an RFP for these audit services beginning with the 2020-21 fiscal year audit. The RFP will be issued in December and a recommendation for appointment brought to the Audit and Risk Committee for its March meeting of the Board of Regents.

D. Student Matters Report for the 2018-19 Academic Year

The Board received for information the Student Matters Report for the 2018–2019 academic year. The Office of the Provost and Vice-President (Academic) received direction in January 2013 from the President that the Board of Regents receive regular reports from senior administration concerning student matters such as student safety, wellness, behavior and discipline. The Terms of Reference for the Student Matters Steering Committee were updated and approved by the Vice-Presidents Council on September 10, 2019. The report was presented by the Associate Vice-President (Academic) - Students with the results from the collection and synthesis of data gathered by departments and units from across vice-presidents' portfolios, was provided in the background documentation. It was noted that the report presents information on student patterns based on information available for the academic year 2018-19.

E. Summary of Indigenous Community Engagements August 2018 – August 2019 – also on the Executive Committee and Finance Committee agenda

The Board received for information a summary of Indigenous community engagements August 2018 – August 2019. In Winter 2018, Memorial University launched an inclusive consultative process to guide the development of the University's first indigenization strategy. From August 2018 – August 2019, Indigenous people welcomed representatives from Memorial University into their communities to share their thoughts about the past, current and potential engagements between their community and the University. A report of the summary of the common themes that emerged from the sessions was provided in the background documentation.

6672. FINANCE COMMITTEE

A. Bank Signing Officers for Grenfell Campus Imprest Bank Accounts

The Board received background information and agreed to the recommendation that any two of the Vice-President, Grenfell Campus; Director of Finance, Grenfell Campus; Associate Vice-President (Research), Grenfell Campus; Dean, School of Arts and Social Sciences; Dean, School of Science and the Environment; or Dean, School of Fine Arts be authorized as Bank Signing Officers for the two imprest accounts held by Grenfell Campus and as outlined in the background documentation.

B. Summary of Indigenous Community Engagements August 2018-19 – also on the Executive Committee and Audit and Risk Committee agenda

This item was considered under the report of the Audit and Risk Committee as outlined in the Minute 6671.E. above.

6673. EXECUTIVE COMMITTEE

A. Summary of Indigenous Community Engagements August 2018-19 – also on the Finance Committee and Audit and Risk Committee agenda

This item was considered under the report of the Audit and Risk Committee as outlined in the Minute 6671.E. above.

CLOSED SESSION – CONSENT AGENDA

Ms. Petten 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. Gibbons, seconded by Mr. Bishop and carried that the consent agenda, comprising the resolutions listed in 6674 through 6678 below be approved as follows:

6674. AUDIT AND RISK COMMITTEE

A. Appointments to the Memorial University Recreation Complex (MURC) Board of Directors

The Board was informed that at a meeting held earlier in the day, the Audit and Risk Committee approved the appointments to the Memorial University Recreation Complex (MURC) Board of Directors as outlined in the background documentation and as follows:

- Dr. Peter Rogers appointed as professional schools representative for a three-year term effective December 5, 2019;
- Mr. Jon Lazzaro appointed as community representative for a two-year term effective December 5, 2019;
- Ms. Andrea Dawe appointed as community representative for a three-year term effective December 5, 2019; and
- Mr. Tim Turner appointed as community representative for a two-year term effective December 5, 2019.

B. Status of Open Audit Recommendations – October 31, 2019

The Board received for information the status of Open Audit Recommendations as of October 31, 2019. The Internal Audit recommendations provide information about opportunities for improvement of the University's control environment. Follow-up procedures conducted by the Office of Internal Audit serve to emphasize accountability and provide administration and the Board with an independent update on the progress of implementation. The Office of Internal Audit has performed limited-scope follow-up audit procedures to determine the status of previously reported open recommendations. The results of the follow-up procedures were reflected in the background material provided.

C. Provision of in-kind services to Third Party Organizations

The Board received for information a document outlining the provision of in-kind services to third party organizations. During recent audit and advisory activity, it was noted various in-kind administrative services, such as payroll processing, are provided to third party organizations. The nature of the services provided and conditions under which these services are provided have not been formally established. A copy of a memorandum from the University Auditor to Vice-Presidents Council on this finding which includes the associated risk assessment, recommendation and status of remedial action, was provided in the background documentation.

D. Office of the Chief Risk Officer Semi-Annual Report

The Board received for information the Office of the Chief Risk Officer Semi-Annual Report, a copy of which was provided in the background documentation. The Office of the Chief Risk Officer (OCRO) provides a semi-annual report to the Board of Regents on the Enterprise Risk Management (ERM), Insurance, Environmental Health and Safety (EHS), Emergency Management (EM), and Campus Enforcement and (CEP) activities of the University.

E. Update on Data Centre Review

The Board received for information an update on the Data Centre Review. Memorial University researchers, faculty, staff, students and partners rely on programs and services provided by Information Technology (IT) units across the University. To deliver those services safely and without interruption, Memorial University must provide a modern, reliable and secure IT infrastructure. Memorial University houses data centre infrastructure in an environment spread out over more than 30 rooms. This infrastructure is managed and maintained by central and/or distributed IT units from research, academic and administrative areas. Of the 30 MUN data locations, only 2 (MUN primary and secondary) are under the direct reporting of the Office of the Chief Information Officer (OCIO) and Information Technology Services (ITS).

On October 16, 2018, VPC approved the creation of a task force to assess data centre amalgamation for the University, inclusive of the multi-campus model and research- specific data storage, with a goal to reduce the associated risk.

As directed by VPC, the task force was asked to consider:

- The viability of consolidating the 30+ legacy data centres into fewer enterprise data centres;
- Alternative options for data centre hosting and management including the potential to build a state-of-the-art data centre with built-in green technology and energy efficiency;

Update on Data Centre Review (cont'd)

- Effective staffing and funding models to plan, manage and secure Memorial's data centre assets;
- Data centre governance for efficient and effective support for all university stakeholders; and
- Leveraging faster, better and more secure technology to protect against physical and cyber threats.

The OCIO has worked extensively with the data centre task force, industry experts and partners to develop a long-term strategy for Memorial's data centre environment. The work of the data centre task force is now complete and a report containing recommendations will be submitted to Vice Presidents Council in December 2019. A 5-year roadmap has been created, guiding principles have been developed and a Memorial specific data centre standard has been created. VPC will be asked to endorse the task force recommendations, guiding principles and standards.

In parallel to the task force activities, the OCIO has been working with distributed IT units with an unacceptably high level of risk. These short-term activities were highlighted in the background documentation.

6675. CAMPUS PLANNING AND DEVELOPMENT COMMITTEE

A. Core Science Facility (CSF) Status Update

The Board received for information the Core Science Facility (CSF) Status Update. All major construction packages for the CSF have now been awarded. The third and final major construction package, CP-3R, was awarded to Marco Services Limited on April 25, 2017, and is currently being executed. The CSF global project budget remains at \$325M. The Board also received more detail on the status of the CP-3R Main Building (and Structural Steel) contracts as well as other project updates.

B. Naming of the DP Full Mission Bridge Simulator at the Fisheries and Marine Institute of Memorial University of Newfoundland ("Marine Institute")

The Board received background information and agreed with the recommendation of the Campus Planning and Development Committee and the University Administration regarding the naming of the DP Full Mission Bridge Simulator at the Marine Institute as "Heritage Bridge" as outlined in the background documentation.

C. Name change of Corte Real Building to "Global Learning Centre"

The Board received background information and agreed with the recommendation of the Campus Planning and Development Committee and the University Administration regarding the renaming of the Corte Real Building to "Global Learning Centre" as outlined in the background documentation.

- D. Campus Renewal Fee (St. John's Campus) for the 2020/2021 Fiscal Year – Confidential – also on the Finance Committee agenda

The Board received background information and approved the 2020/2021 Campus Renewal Fee allocations (St. John's Campus) as outlined in Appendix A of the background documentation.

- E. Policy Submission – Information Technology Project Approval Policy (Revised) with proposed new title "IT Investment Policy" – also on the Finance Committee agenda

The Board received background information and approved the Information Technology Project Approval Policy (revised) with proposed new title IT Investment Policy and related procedures as outlined in the background documentation.

6676. HUMAN RELATIONS COMMITTEE

- A. Senior Leadership Position vacancies and upcoming renewals

The Board received for information a regular status update regarding senior leadership position vacancies and their associated recruitment status and senior leadership positions held by academic administrators which may be renewed, following a five-year term, subject to review.

- B. Report on Academic Appointments

The Board received for information the Report on Academic Appointments for the St. John's and Grenfell Campuses for actions taken since July 4, 2019, noting that the actions have been taken under delegated authority as provided for in the Terms of Reference for the Human Relations Committee.

- C. Reappointment of the Dean, Faculty of Nursing

The Board received background information and approved the re-appointment of Dr. Alice Gaudine as Dean of the Faculty of Nursing effective December 5, 2019 for a five-year term and as outlined in the background documentation.

D. Establish a senior leadership position of Vice-Provost, Equity, Diversity and Inclusion (EDI)

The Board received background information and approved the creation of the position Vice-Provost, Equity, Diversity and Inclusion as outlined in the background documentation and as follows:

- Establishment of the academic administrator position of Vice-Provost, Equity, Diversity and Inclusion reporting to the Provost and Vice-President (Academic) effective immediately subject to securing funding to support the administrative stipend and the cost of backfilling a faculty position.

E. Collective Bargaining Protocol

The Board received background information pertaining to the Collective Bargaining Protocol. Memorial University has two departments that are responsible for negotiating collective agreements: the Office of Faculty Relations and the Department of Human Resources.

Faculty Relations has responsibility for negotiating the following collective agreements on behalf of Memorial University:

- Memorial University of Newfoundland Faculty Association (MUNFA);
- Lecturers Union of Memorial University of Newfoundland (LUMUN);
- Per Course Instructors (PCIs) Postdoctoral Fellows (PDFs)
- Teaching Assistants (TA's) Union of Memorial University of Newfoundland (TAUMUN)

A Collective Bargaining Protocol has been drafted to outline the process to guide academic collective bargaining prospectively. This will maximize the opportunity for the successful conclusion of negotiations.

The Department of Human Resources has responsibility for negotiating six (6) staff collective agreements for Memorial University:

- CUPE 1615 Administrative, Instructional, Technical and Technical Support Personnel
- NAPE 7801 Maintenance
- NAPE 7804 Custodial
- NAPE 7803 Campus Enforcement and Patrol
- NAPE 7850 MI Support Staff
- NAPE 7405 MI Instructors and Technical Assistants

A Collective Bargaining Protocol will be developed in early 2020 in anticipation of all staff agreements being finalized and a new round of bargaining commencing later in that calendar year

F. Annual Review of Market Differentials (Non-Academic)

The Board received for information the Annual Review of Market Differentials (Non-Academic). In March 2013 the Board of Regents approved certain criteria for the application of market differentials to non-academic positions and delegated approval of new market differentials to VPC based on that criteria. The Board also instructed that an annual review of market differentials be conducted and that its outcome be communicated to the Board of Regents for information. An annual review of market differentials was conducted during the Fall of 2019 by the Department of Human Resources. It involved reviewing all of Memorial's positions in receipt of a market differential. The review compared Memorial's positions to external positions that had previously been identified as the market match.

External positions used for comparison included those in the local and regional (Atlantic) public and private sectors, including Atlantic universities. Information was gathered through the collection and analysis of available position descriptions and postings, salary scales, public sector compensation disclosure documents, and external salary comparison resources. The information collected was used to determine if salary differentials based on market conditions should be maintained, adjusted, or eliminated. A report which provides an overview of applicable positions, market review information, and recommendations pertaining to the relevant salary differentials was provided in the background documentation.

G. Changes to Other Post-Employment Benefits (OPEB) Eligibility Criteria and Severance Benefits for Non-bargaining and Management Employees consistent with CUPE and NAPE staff Collective Agreements changes – also on the Finance Committee agenda

The Board received background information and approved the proposed changes to Other Post-Employment Benefits (OPEB) eligibility criteria and to severance benefits for non-bargaining and management employees and as outlined in the background documentation.

H. Pension Plan Funding recommendation from the Memorial University Pensions Committee – also on the Finance Committee agenda

The Board received background information and accepted the recommendation from the Administration that no formal action be taken by the Board of Regents on this matter pending the outcome of the discussions with the Union Groups and a response to the latest correspondence to the Minister as outlined in the background documentation.

I. Appointment of the Interim Executive Director, Office of the Board of Regents

The Board received background information and agreed with the recommendation that in order to provide support for the Board Office during this critical Presidential transition period, it extend the appointment of Mr. Glenn Collins as Interim Executive Director on a part-time basis until December 31, 2020 or until a permanent Executive Director is appointed, whichever occurs first.

In addition, and in order to ensure that the Board Office has additional resources, it was agreed that during the same time period (outlined above) that Ms. Victoria Collins, Executive Director of Marketing and Communications, be appointed to the existing part-time position of Advisor to the Board, with a stipend to be negotiated, in order to provide support for the Office of the Board of Regents.

It was noted that the cost of this interim arrangement is expected to be less than the cost of hiring a full-time Executive Director.

6677. FINANCE COMMITTEE

A. Update to Statement of Investment Policy and Objectives for Endowed, Non-endowed and Specifically Invested Trust Funds (SIPO) regarding Environmental, Social and Governance (ESG) Risk Factors

The Board received background information and approved the updated Section 4 of the SIPO reflecting environmental, social and governance (ESG) risk factors and as outlined in the background documentation.

B. Annual Investment Committee Report for the Fiscal Year ended March 31, 2019

The Board received for information the Annual Investment Committee Report for the Fiscal Year ended March 31, 2019. Each year the Investment Committee receives an annual report on the endowed, non-endowed and specifically invested trust funds for the previous fiscal year outlining the investment performance of the portfolios as well as the financial results of the funds invested in the pooled investments and the specifically invested trust funds. A copy of the Annual Report was provided in the background documentation.

C. Campus Renewal Fee (St. John's Campus) for the 2020/2021 Fiscal Year – Confidential – also on the Campus Planning and Development Committee agenda

This item was considered under the report of the Campus Planning and Development Committee as outlined in the Minutes 6675.D. above.

- D. Pension Plan Funding recommendation from the Memorial University Pensions Committee – also on the Human Relations Committee agenda

This item was considered under the report of the Human Relations Committee as outlined in the Minutes 6676.H. above.

- E. Policy Submission – Information Technology Project Approval Policy (Revised) with proposed new title “IT Investment Policy” – also on the Campus Planning and Development Committee agenda

This item was considered under the report of the Human Relations Committee as outlined in the Minutes 6675.E. above.

- F. Changes to Other Post-Employment Benefits (OPEB) Eligibility Criteria and Severance Benefits for Non-bargaining and Management Employees consistent with CUPE and NAPE staff Collective Agreements changes – also on the Human Relations Committee agenda

This item was considered under the report of the Human Relations Committee as outlined in the Minute 6676.G. above.

6678. EXECUTIVE COMMITTEE

- A. Council of the College of Physicians and Surgeons of Newfoundland and Labrador

The Board received background information and agreed to forward the following nominees from Memorial University to the Minister of Health and Community Services who will appoint one to the Council of the College of Physicians and Surgeons of Newfoundland and Labrador in accordance with Section 9(1)(b) of the Medical Act, 2011:

- Mr. Paul Tucker, Chief Operating Officer, Faculty of Medicine
- Ms. Susan Cleyle, University Librarian
- Dr. Ray Gosine, Associate Vice-President (Research)

CLOSED SESSION – DISCUSSION AGENDA

6679. EXECUTIVE COMMITTEE

A. Appointments and Re-appointments to the Marine Institute Industry Advisory Committee

The Board received and reviewed background information pertaining to the approval of new appointments and re-appointments to the Marine Institute Industry Advisory Committee.

Board members were advised that Article 68 of the Memorial University Act outlines the composition of the Marine Institute Industry Advisory Committee. Article 68 notes:

68. (1) The board shall establish an industry based advisory committee to advise the Fisheries and Marine Institute respecting fisheries and marine related programs offered at the Fisheries and Marine Institute.
- (2) The board shall appoint to the advisory committee established under subsection (1) not less than 11 nor more than 15 members to consist of
 - (a) the Deputy Minister of Fisheries or the representative of the deputy minister;
 - (b) a full-time student at the Fisheries and Marine Institute;
 - (c) a representative of the administration of the Fisheries and Marine Institute;
 - (d) 8 persons from the fishing and marine industries or related organizations; and
 - (e) those other persons that the board may determine.
- (3) The board shall designate 1 of the members appointed under subsection (2) as chairperson of the advisory committee and another member as vice- chairperson of the advisory committee.
- (4) The board shall establish the terms of appointment of members of the advisory committee so that there is a continuity in membership of the advisory committee.

Appointments and Re-appointments to the Marine Institute Industry Advisory Committee (cont'd)

It was noted that several term appointments to the Marine Institute Industry Advisory Committee expire in December 2019, therefore a new appointment and several reappointments were recommended.

After a discussion, the following resolution was passed:

RESOLVED:

That the Board of Regents approve the appointment and reappointments to the Marine Institute Industry Advisory Committee for a three year term to December 31, 2022 as outlined in the background documentation and as follows:

New Appointments

- Ms. Jacqueline Perry, Regional Director General, Newfoundland and Labrador Region, Department of Fisheries and Oceans Canada

Reappointments

- Ms. Kim Keating, Chief Operating Officer, Cahill Group
- Mr. Mr. Martin Sullivan, CEO, Ocean Choice International L.P.
- Mr. Keith Sullivan, President, FFAW-Unifor
- Mr. Mike Cole, President, Fugro Geosurveys

Re-Appointment of Vice Chair

- Ms. Kim Keating, Chief Operating Officer, Cahill Group, and current board member, re-appointed as Vice Chair.

6680. PRESIDENTIAL SEARCH COMMITTEE

A. Presidential Search Committee (2019)

At this point, Dr. Kachanoski, Dr. Golfman, Mr. Decker, Dr. Bose, Dr. Keshen, Mr. Blackwood and Mr. Cooper declared a conflict with this item and recused themselves from the meeting.

The Chair provided a verbal update with regard to the activities of the Presidential Search Committee (PSC) since the October 2, 2019 Board meeting. Ms. Petten noted that the Committee is still on track to bring a recommendation to the Board in late fall.

At this point, Dr. Kachanoski, Dr. Golfman, Mr. Decker, Dr. Bose, Dr. Keshen, Mr. Blackwood and Mr. Cooper returned to the meeting.

6681. PRESENTATION TO THE BOARD

A. Update on the University's Financial Position

The Board received and reviewed background information pertaining to an update on the University's financial position and Mr. Decker then provided a presentation on the topic.

In doing so, Mr. Decker reminded Board members that the University's budget for 2019-20 was approved at the July 2019 meeting of the Board. Following the approval of the budget, units were provided with their budget allocations and base reduction amounts.

A review of actual revenue and expenditures has been completed as of October 31, 2019. At this time, total operating expenditures for 2019-20 are projected to be over budget by \$5.1 million (as provided in Table 1 of the background documentation). The deficit is primarily due to a projected year end deficit of \$5.9 million for the Faculty of Medicine. One-time funding from the Department of Health and Community Services is anticipated to cover the 2019-20 operating deficit of the Faculty of Medicine.

At this time, a \$2.1 million surplus in Deferred Revenue/Expenditures is being projected. This surplus results from the budget by position faculty and staff turnover mechanism (which amortizes expenditures related to faculty and staff step increases).

Tuition Revenue - At this time, this source of operating revenue is forecasted to be on budget. This forecast is based on actual tuition revenue for the spring and fall semesters and a projection for the winter semester.

Research Support Fund (formerly Indirect Costs of Research) - This revenue source is currently projected to be on budget.

Budget Reduction

Units are working on the details of the budget reductions. A report will be provided for the March 2020 Board Meeting.

Update on the University's Financial Position (cont'd)

Since the October 3, 2019 meeting of the Board of Regents, no new information has been forthcoming from the Department of Health and Community Services (DHCS) regarding a one-time or base allocation to the Faculty of Medicine for the 2019-20 fiscal year to help alleviate the projected \$6.1M shortfall. In the meantime, the Provost has taken steps to ensure no further base commitments are made to the Faculty of Medicine's salaries budget. Requests for replacement tenure-track positions have not been approved. Instead the Faculty has been permitted to proceed with appointing faculty on a contractual basis, pending a more definitive response from DHCS regarding an additional allocation of one-time or base funding.

Following a question and answer period, Ms. Petten then thanked Mr. Decker for his very informative presentation.

While this item was received for information and did not require a resolution of the Board, the Administration agreed to take into account the comments made at this meeting.

B. Interim Report of the Ad hoc Sub-Committee of the Executive Committee on the Post- Secondary Education Review

The Board received and reviewed background information pertaining to an Interim Report of the ad hoc Sub-Committee of the Executive Committee on the Post-Secondary Education Review.

Board members were advised that at a meeting held on July 4, 2019, the Board approved the appointment of an ad hoc Sub- Committee on the Post-Secondary Education Review. The mandate of the ad hoc Committee is to:

- (a) Oversee the preparation of the official response to the Post-Secondary Education Review from the administration and the Board of Regents of Memorial University.
- (b) Recommend this response for approval by the Board of Regents or by the Executive Committee of the Board if a more timely response is required.
- (c) Serve as the main liaison with the Panel of Experts on behalf of the Board and the University Administration

The University is currently in the process of developing a resource website to help facilitate sharing of data relevant to this review. A sample of Memorial's Governance tab for this website was provided in the background documentation for information. The Chair welcomed to the meeting Ms. Paula Dyke, Associate Director (Communications), Marketing and Communications who provided an update with regard to Memorial University's website for the Post-Secondary Education Review (which may be viewed here <https://www.mun.ca/psereview/>).

Interim Report of the Ad hoc Sub-Committee of the Executive Committee on the Post- Secondary Education Review (cont'd)

At its first meeting held on November 21, 2019, the ad hoc Committee held a wide-ranging discussion on the areas for review by the Panel of Experts for the post-secondary education system including effectiveness, sustainability, accountability and accessibility of the system. The Committee concentrated its attention in the first instance on the following principles to guide the development of the University's submission:

- Memorial must remain accessible to students of this province, the rest of Canada as well as international students and must continue to put the needs of students as its highest priority.
- In order to be accessible, Memorial must maintain and enhance its comprehensive nature, its physical plant and its human capital.
- In order to be effective and continue as a top-tier post-secondary education institution in teaching and learning, research, scholarship and public engagement, Memorial's Act must be opened to reflect best practices at comparable Canadian universities. The following is an illustrative but not an exhaustive list of parameters which should be addressed in this review:
 - Employee representation on the Board
 - Board authority to borrow funds and acquire capital assets
 - Board flexibility in revenue generation
 - Board authority to appoint the President
- These changes are designed to reflect best practices at comparable Canadian universities and will enable Memorial to continue to play its role in Newfoundland and Labrador's public post-secondary education system and continue to contribute to the future of our Province, particularly in the production of talent relevant to the Province, the country and the world.

After a discussion, the following resolution was passed:

RESOLVED:

That the Board of Regents thank the Ad Hoc Sub-Committee of the Executive Committee on the Post-Secondary Education Review for its interim report. Further, the Board requested that the Sub-Committee continue its deliberations with a view to completing a response to the Panel for further consideration by the Board or the Executive Committee if a more timely response is required.

C. Marine Institute in 2041 - Vision and Implementation Plan

The Board received and reviewed background information regarding the “Marine Institute in 2041 – Vision and Implementation Plan”.

Mr. Blackwood then provided a presentation with respect to the “Marine Institute in 2041 - Vision and Implementation Plan”. In doing so, Board members were advised that as discussed at the July 2019 Board of Regents meeting, the Marine Institute’s current strategic plan, Vision 2020, is nearing its end. To prepare for this, in the winter of 2018 the Marine Institute began the process of developing its next vision and an implementation plan for the first five-years. The development process has been supported by the consulting group, Higher Education Strategy Associates, as well as a Steering Committee and an internal Planning Committee.

Following months of consultations with internal and external groups, a review of progress toward Vision 2020 and the development of an environmental scan, the Marine Institute is ready to share its vision of the Marine Institute of the future - *‘to guide Newfoundland and Labrador to the world through global leadership in applied oceans education and research’*. The new vision will extend to 2041 and will focus on initiatives related to the foundational elements of People and Technology, and core functions of Applied Academics, Knowledge Generation and Industrial Solutions. More information on the specific goals and objectives for Vision 2041 were provided in the background documentation as Appendix A. It was noted that additional supporting documents including the review of Vision 2020 and the environmental scan were available for viewing at: <https://www.mi.mun.ca/vision/>.

After a discussion, the following resolution was passed:

RESOLVED:

That the Board of Regents approve the Marine Institute’s Vision 2041 strategic plan as outlined in the background documentation.

6682. ANY OTHER BUSINESS

A. Date of Next Meeting

The Chair advised that the next regular meeting of the Board of Regents is scheduled to be held on Thursday, March 12, 2020.

ADJOURNMENT

The meeting adjourned at 5:30 p.m.

CHAIR

SECRETARY

DATE