

MEMORIAL UNIVERSITY OF NEWFOUNDLAND

BOARD OF REGENTS

The Regular meeting of the Board of Regents was held on Thursday, February 6, 2014 at 3:00 p.m. and via teleconference in the Junior Common Room, R. Gushue Hall.

PRESENT:

Ms. Iris Petten, Chair  
Dr. Gary Kachanoski, President and Vice-Chancellor  
Dr. David Wardlaw, Provost and Vice-President (Academic)  
Chancellor Susan Knight, via teleconference  
Ms. Sheila Ashton  
Mr. Steve Belanger  
Mr. Gilbert Bennett  
Ms. Pat Coish-Snow, via teleconference  
Ms. Mary Cormier, via teleconference  
Ms. Michelle Daye  
Ms. Pegi Earle  
Dr. Rex Gibbons, via teleconference  
Ms. Noreen Greene-Fraize, via teleconference  
Mr. Jim Keating  
Ms. Kim Keating  
Mr. Asan Mohideen  
Dr. Vinod Patel  
Mr. Tony Roche, via teleconference  
Ms. Candace Simms  
Ms. Eleanor Swanson  
Mr. George Tucker  
Mr. Edmund Walsh  
Ms. Tina Scott, Secretary

APOLOGIES:

Mr. Brian Dalton, Mr. Bill Matthews, Dr. Luke Pike, Ms. Kathleen Roul, Ms. Donna Stone.

PRESENT BY INVITATION:

Mr. Kent Decker, Vice-President (Administration and Finance), Dr. Richard Marceau, Vice-President (Research), Mr. Glenn Blackwood, Vice-President (Marine Institute), Dr. Mary Bluehardt, Vice-President (Grenfell Campus), Mr. Glenn Collins, Interim Executive Director, Office of the Board of Regents, Ms. Karen Hollett, General Counsel.

6066. MEETING CALLED TO ORDER

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

6067. APPROVAL OF THE AGENDA

The Board agreed to the following changes to the agenda for the February 6, 2014 meeting:

i) Human Relations Committee

Add to the agenda recommendation for the appointment of the Dean of Pharmacy

ii) Human Relations Committee and Finance Committee

Move to the discussion agenda Item 8.e and 9.g "Pension Fund Valuation".

Following 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.

Dr. Kachanoski, Dr. Wardlaw, Ms. Sheila Ashton, and all other employees of the University in attendance declared a conflict with Agenda Item 8.e and 9.g "Pension Fund Valuation".

Ms. Noreen Greene-Fraize declared a conflict with Agenda Item 9.d "Collective Bargaining Update".

Ms. Kim Keating declared a conflict with Agenda Item 6.c "Appointments to the Marine Institute Industry Advisory Committee".

6068. MINUTES

The Minutes of the regular meeting of the board of Regents held on December 5, 2013 were approved by the Board. The Minutes of the special meeting of the Board of Regents held on December 19, 2013 were approved by the Board subject to editorial amendments suggested by General Counsel.

6069. CHAIR'S REPORT

A. Meeting of the Executive Committee

The Chair advised that the Executive Committee met on January 27, 2014 to finalize the agenda for today's meeting.

B. Vice-Chair of the Board of Regents

The Chair advised 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. Ms. Petten noted that Ms. Swanson's term as Vice-Chair will end in February of 2014 and Clause D.23 states that one month prior to the expiry of the term of office of the Vice-Chair, the Chair shall call for nominations from members for the office of Vice-Chair. In this regard, the Chair requested members to submit their nomination in writing to Ms. Tina Scott, Secretary of the Board no later than three days prior to the next meeting of the Board which is scheduled for March 13, 2014. The Secretary will then compile a list of all nominees and circulate it to members prior to the next meeting.

The Chair thanked Ms. Swanson for her contributions to the Board as Vice-Chair.

C. Meeting with the Minister of Advanced Education and Skills

Ms. Petten provided an update regarding a recent meeting with the Honourable Kevin O'Brien, Minister of the Department of Advanced Education and Skills and Dr. Gary Kachanoski, President and Vice-Chancellor.

D. Volunteers for Board Committees

The Chair reminded members of the Board that the Governance Committee has been assigned responsibility for recommending to the Board Chair, nominees to fill committee vacancies. Ms. Petten noted that while Clause 61 of the Board Bylaws, Composition of Committees reads in part as follows "Normally, Members of the Board should serve on at least one committee and no more than three active committees, excluding the Executive Committee", she encouraged all members of the Board to serve on at least one Board Committee noting that serving on a committee gives members a much better understanding and appreciation for the work of the Board. The current Terms of Reference for Board Committees are available at [www.mun.ca/regents](http://www.mun.ca/regents). In this regard, Ms. Petten noted that the Secretary will forward the documents to members of the Board and she requested that Board members forward their completed forms to the Board Secretary at their earliest convenience.

E. Skills and Competencies of the Board of Regents

Ms. Petten reminded members of the Board that the Governance Committee of the Board of Regents developed a skills matrix entitled "Skills and Competencies of the Board of Regents". In this regard, Ms. Petten noted that the Secretary will forward the documents to members of the Board and she requested that members review the documents and forward completed forms to the Board Secretary.

**6070. PRESIDENT'S REPORT**

A. President's Update of Activities

Dr. Kachanoski provided the Board with a written summary of his activities and events since the December 2013 Board meeting and he provided the Board more detail and content on many of these activities.

B. Registration Progress Report for Winter Semester 2014

The Board received and reviewed a registration progress report for the Winter Semester.

C. Appointments to the Marine Institute Industry Advisory Committee

Ms. Keating declared a conflict of interest and left the meeting at this point.

The Board received and reviewed background information pertaining to appointments to the Marine Institute Industry Advisory Committee.

Following a discussion, the following resolution was passed:

**RESOLVED:**

That the Board of Regents approve the following reappointments to the Marine Institute Industry Advisory Committee for a two year term to December 2015 as follows:

Captain Sidney Hynes  
Ms. Margaret Allan  
Mr. Ross Butler  
Mr. Leonard Pecore

Further, the Board approved the following appointments for a period of three years to December 2016 as follows:

Mr. Mark Dolomount  
Mr. Martin Sullivan  
Mr. Mike Alexander  
Mr. Paul Griffin  
Mr. Tim Lawrence  
Ms. Kim Keating

The Board also approved the recommendation that Captain Sidney Hynes be reappointed as Chairperson and that Ms. Margaret Allan be appointed as vice-chairperson of the Marine Institute Industry Advisory Committee.

Appointments to the Marine Institute Industry Advisory Committee (cont'd)

Mr. Jim Keating abstained from voting.

Ms. Keating returned to the meeting at this point.

**CONSENT AGENDA**

Noting that the items were dealt with in detail in meetings of the appropriate committees, it was moved by Ms. Coish-Snow, seconded by Mr. Belanger and carried that the consent agenda, comprising the resolutions listed in 6071 through 6074 below be approved as follows:

**6071. CAMPUS PLANNING AND DEVELOPMENT COMMITTEE**

A. Grenfell Campus Remembrance Project

The Committee received and reviewed background information pertaining to the Grenfell Campus Remembrance Project.

On November 7, 2013, Dr. Gary Kachanoski, President and Vice-Chancellor, together with Dr. Mary Bluehardt, Vice-President (Grenfell Campus) participated in a Gala dinner hosted by the Forget-Me-Not Committee of Corner Brook. The volunteer committee is dedicated to commemorating veterans. It has created a Remembrance Square in Corner Brook and last year indicated its desire to partner with Grenfell Campus to ensure that students and the population of Corner Brook can also have a quiet place of reflection within the Grenfell Campus.

The Committee commissioned a sculpture which was gifted to the Grenfell Campus. The sculpture which represents the Danger Tree has been commissioned from artist/sculptor Morgan McDonald (a graduate of Memorial who also attended the Grenfell Fine Arts program.) The artist has also created the commemorative statues in Corner Brook's Remembrance Square. The sculpture and a commemorative space (to be created) will be the first tangible and formal gathering place of remembrance for the campus and will keep alive the tradition of Memorial University's foundation as a living memorial. The creation of memorial spaces is consistent with the university's plans to commemorate the 100th anniversary of WWI.

It was noted that Memorial's new Gift Acceptance Policy is currently under development. The current Solicitation of Gifts Policy provides that the University may receive a "gift in kind", the conditions of which were set forth in the background documentation. It was also noted that the Executive Director of Alumni Affairs and Development concurs that the gift in kind from the Forget-Me-Not committee is acceptable under the current policy.

Grenfell Campus Remembrance Project (cont'd)

Dr. Kachanoski noted that the commemorative space will be determined by the senior administration at Grenfell Campus in consultation with its stakeholders.

This item was received for information and did not require a resolution of the Board. The Chair of the Board will write to the Forget-Me-Not Committee to thank them for the donation.

B. Parking Fee Rate increase – St. John's Campus

The Board received background information and agreed to the Parking Fees Amendment [No. 5] as outlined in the background documentation, effective May 1, 2014.

C. Briefing Note on Power Outage

The Board received background information pertaining to the power outage that occurred in January 2014.

During the period January 4 – January 8, a series of major power outages affected all university buildings on all campuses. The lack of electricity led to frozen pipes and resultant water damage along with various other issues caused by the unexpected shutdown of systems. The following buildings suffered damage:

- Marine Institute
- Arts and Administration Annex
- Bruneau Centre
- Aquarena
- Science Building
- Field Hall
- The Battery
- Queen's College (power cable and transformer)
- New Residence (main power cable)

The University has insurance coverage for this type of loss and the University Administration is working closely with the insurers to ensure that the University is appropriately compensated. At this time, it is estimated that the total damages will be in the \$1 million range.

Briefing Note on Power Outage (cont'd)

During the outages the primary concern was for students in residences as buildings cooled down. On the evening of January 4th a temporary warming center was in the process of being established at the Human Kinetics and Recreation gymnasium when power was restored. At that time, there was approximately 300 on-campus students that potentially needed a place to keep warm. The University again suffered a power failure at the New Residence Building on January 5th due to a failure of the main power cable into the building. Fortunately, the installation of an electrical loop around all residences was completed this past summer and the building was re-energized through this back-up source.

From an operational perspective the most significant impacts were caused by damage to the Marine Institute campus and Arts and Administration Annex, on the St John's campus. Although, there was no damage at Grenfell Campus, the emergency operations centre group met Monday through Wednesday and video-conferenced in with St. John's campus. The Associate Vice-President Academic (Grenfell Campus) met regularly with Division Heads, Library and Registrar to discuss potential impact on academics.

The Marine Institute suffered extensive damage to approximately 50,000 square feet of space including classrooms, labs, offices, bookstore, library and washrooms. The restoration is being handled by the building owner (Provincial Government) and work is progressing at a slow pace. The pace is dictated by the need to remain open for students and staff during the restoration thus requiring much work to be done after regular operating hours.

The Arts and Administration Annex damage displaced 42 people from their offices and rendered three classrooms and various seminar and meeting rooms unusable. The damage to the classrooms was able to be remediated in time for the university opening on Thursday, January 9, 2014. Office staff had to be relocated until remediation work was completed. Most people were able to reoccupy space by January 17. The emergency packing and storing of office contents disrupted many faculty members and in some cases materials, papers and books were damaged or destroyed. Restoration work was accomplished by contractors and staff from the Facilities Management Department.

All three campuses activated their Emergency Operations Centre Groups to plan and direct responses. Meetings were held daily and all three groups were connected through the St. John's Campus meetings. As well, the Provost called emergency meetings of Deans Council to address the academic impact of the

Briefing Note on Power Outage (cont'd)

Specific decisions included:

- The first day of classes was deemed to be Thursday January 9, 2014. This had the effect of moving all academic deadlines and fees deadlines back by three days.
- Senate requirements for 12 of each class day (eg. 12 Mondays) were accommodated by declaring the Thursday and Friday of mid-term break week to be a Monday and a Tuesday. As well, the 3 hour Wednesday evening classes of mid-term break will now go ahead.

Flexibility to accommodate further closures during the winter term is now extremely limited and additional closures could impact mid-term break, weekends or the end of term study break.

The Marine Institute has specific Transport Canada requirements for class time and further closures will require classes to be held on weekends.

Where it was possible, research laboratories and equipment were not operated during the outage period and the subsequent week. This was done to conserve electricity and resulted in a loss of research time for many faculty members.

The following is a brief overview of the events throughout the power outage and subsequent power curtailment:

- Major power outage occurred on January 4th at approximately 9:00AM;
- Power was able to be restored to a number of campus buildings including all residences except Field Hall within seven hours;
- However, there was a significant shortage of generation capacity on the island due to significant problems at Newfoundland and Labrador Hydro. The University was asked not to restore power to any more buildings until additional generation could be brought on line;
- On Sunday, January 5, 2014, the University asked Newfoundland Power if they could supply the university with sufficient energy to restore power to all buildings to provide minimum heat to the buildings that had no power since the outage began. At the time, the University was experiencing some significant damages in some of the buildings;
- NL Power advised that the University could power all of the buildings at 10:00 pm but would probably have to take some buildings off line at 7 am Monday morning. However, just prior to 10 pm, Hydro experienced another disruption at the Holyrood generating station, and therefore, the University could not power the remaining buildings. On Monday, January 6, 2014, NL Power advised the University that it could power all buildings in the afternoon, which was done;



Briefing Note on Power Outage (cont'd)

- On Sunday afternoon, the government announced that all schools and post-secondary institutions would remain closed until Wednesday January 8, 2014 in order to conserve power on the island;
- On Tuesday, January 7, 2014, the government announced that all schools and post-secondary institutions would remain closed on Wednesday, January 8, 2014;
- On Wednesday January 8, 2014, the government announced that schools and post-secondary institutions would reopen on Thursday January 9, 2014 but requested that power be conserved as much as possible;
- The University opened on Thursday morning. Power conservation measures that were put in place included: research and teaching labs did not operate, The Works did not initially open, buildings operated at reduced lighting and heating levels, and limited food kiosks were opened with the remainder staying closed;
- The Works recreational facilities reopened on Thursday January 9 at 12:30 pm;
- On Friday, January 9, 2014, the University was advised that it could resume all normal operations, including research and teaching labs, effective Monday, Jan. 13. The university was asked to continue energy conservation measures and therefore continued to operate with reduced heating and lighting wherever possible.

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

D. Update on progress of Capital Projects

The Board received a summary report of the following capital projects currently underway or being planned:

St. John's Campus

- New Residence
- Residence Renovations
- Newfoundland and Labrador Centre for Interdisciplinary Research in Human Genetics and Faculty of Medicine Building Extension, HSC
- Ocean Sciences Centre – Cold Water Supply
- Dr. Jack Clark Building and the S.J. Carew Building Expansions
- Aboriginal Centre
- Core Science Facility
- Battery Property

Marine Institute

- Building Expansion to House New Offshore Operations Simulator

Update on progress of Capital Projects (cont'd)

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

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

**6072. FINANCE COMMITTEE**

A. Update on the University's 2013-14 Financial Position

The Board received and reviewed background information pertaining to the update on the University's 2013-14 financial position. At a meeting held on May 19, 2013, the Board of Regents approved the budget estimates for the fiscal year 2013-14 which projected a balanced budget.

A review of actual revenue and expenditures has been completed and was provided with the background documentation. At this time, total operating expenditures for 2013-14 are projected to be under budget by approximately \$3.9 million. There are two specific areas that account for a significant amount of this including Graduate Studies Fellowships where funds are committed and paid over future years and MUNFA Professional Development allotments where faculty have the ability to carry entitlements into future years.

Deferred revenues include funds targeted for specific programs that are held for those programs. A total of \$12.7 million is expected in this category by years' end.

Funds for certain infrastructure projects were committed at the beginning of the year and additional funds have been identified during the year for a total of \$5.6 million.

Significant expenditures have been committed for classroom and teaching infrastructure and equipment this year with approximately \$1.1 million being carried into the following year.

The tuition revenue included in the 2013-14 balanced budget totalled \$40,271,000. At this time, this source of operating revenue is forecasted to be \$1.1 million under budget. This forecast is based on actual tuition revenue for the spring and fall semesters and a projection for the winter semester. This deficit is included in the Strategic Initiatives/Committed Funding section pending allocation decisions by Vice-Presidents Council.

Update on the University's 2013-14 Financial Position (cont'd)

The revenue is projected to be on budget from the Indirect Cost of Research Grant.

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

B. Parking Fee Rate Increase – St. John's Campus

This item was also considered under the Campus Planning and Development Committee agenda as outlined in the Minute 6071.B above.

C. Revisions to the Statement of Investment Policy and Objectives for Endowment Funds and Non-Endowed Funds

The Board received background information and agreed to the proposed revisions to the Statement of Investment Policy and Objectives for Endowment Funds and Non-endowed Funds.

D. Bank Signing Officer for Grenfell Campus' two imprest Bank Accounts

The Board received background information and agreed to the recommendation that any two of the Vice-President, Associate Vice-President (Academic), Associate Vice-President (Research), Associate Vice-President (Administration and Finance), Manager, Financial Services and Institutional Analysis, Staff Accountant or Bookstore Manager be authorized as Banking Signing Officers for the two imprest accounts held by Grenfell Campus at the Royal Bank of Canada as outlined in the background documentation.

**6073. HUMAN RELATIONS COMMITTEE**

A. Appointments Report

The Board received the Appointments Report for actions taken since December 5, 2013 noting that the actions have been taken under delegated authority as provided in the Terms of Reference for the Human Relations Committee.

B. Terms of Reference for the Human Relations Committee of the Board of Regents

The Board received background information and agreed to the revisions to the Terms of Reference for the Human Relations Committee as provided in the background documentation.

C. Approval of Employee Training and Development Policy

The Board received background information and agreed to the Employee Training and Development Policy and as outlined in the background documentation.

D. Collective Bargaining Update

The Board was advised that at a meeting held earlier today, the Human Relations Committee received a thorough and detailed presentation from Ms. Mary Mandville, Director of Faculty Relations and Mr. Ian McKinnon, Acting Associate Director of Faculty Relations who provided a presentation with regard to the Collective Bargaining Update.

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

E. Implementation of Provincial Government Template for wage increases to Non-bargaining Employee Groups

The Board received background information and agreed to the implementation of the Provincial Government template for wage increases for non-bargaining employee groups as follows:

- 0% April 1, 2012
- 0% April 1, 2013
  - \$1400 bonus (pro-rated based on portion of full-time hours worked during the past twelve months)
- 2% April 1, 2014
- 3% April 1, 2015

Funding associated with salary increases, and the signing bonus, in accordance with the Provincial template will be requested from the Provincial Government.

F. Helleur Report on the Administrative Review of the Division of Cooperative Education

The Board received background information pertaining to the Helleur Report on the Helleur Report on the Administrative Review of the Division of Cooperative Education.

On October 2, 2013, Dr. David Wardlaw, Provost and Vice-President (Academic) engaged the services of Jane Helleur & Associates Inc. to conduct an administrative review of Memorial University's Division of Cooperative Education (the Division). The report is based on extensive consultations with personnel in the Division and all university stakeholders, including Deans and students and on a comparison with co-operative education program structures at four other Canadian universities.

Helleur Report on the Administrative Review of the Division of Cooperative Education (cont'd)

The report, as provided in the background documentation, concludes with a recommendation that the Division move to a fully decentralized organizational structure in which administration, budget, and delivery of co-operative education is devolved to Faculties/Schools/Campuses but with a university level committee to guide future developments in the pedagogy and delivery of co-operative education, to establish best practices, and to connect co-operative education with other forms of experiential learning at Memorial.

At its meeting on December 17, 2013, Vice Presidents Council reviewed the report from Helleur & Associates and endorsed its recommendations in principle. As part of a plan to release the report for information and comment, the report is being forwarded to the Human Relations Committee of the Board of Regents. The report has also been released to members of the University Community, including Co-op Education Coordinators, staff members of the Division, Deans and Directors, Memorial University of Newfoundland Students' Union and Graduate Students' Union Executives. In due course, the administration will forward a recommendation regarding the restructuring of the Division of Cooperative Education to the Board for approval.

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

H. Senior Leadership Position Vacancies and upcoming renewals

The Board received for information a status update of the senior leadership position vacancies at Memorial University as of January 17, 2014.

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

**6074. SENATE MATTERS**

A. Senate matters with implications for the Board of Regents (November 12, 2013)

The Board received background information pertaining to the Senate matters with implications for the Board of Regents arising from the Senate meeting held on November 12, 2013 and agreed to the Calendar changes arising from that meeting and as outlined in the background documentation.

B. Senate matters with implications for the Board of Regents (December 10, 2013)

The Board received background information pertaining to the Senate matters with implications for the Board of Regents arising from the Senate meeting held on December 10, 2013 and agreed with the creation of a departmentalized structure for the Faculty of Engineering and Applied Science and as outlined in the background documentation.

C. Senate matters with implications for the Board of Regents (December 10, 2013)

The Board received background information and agreed with a recommendation from Senate to award the title Dean Emeritus to Dr. Gary Gorman.

**DISCUSSION AGENDA**

**6075. MATTERS OF STRATEGIC IMPORTANCE TO THE BOARD**

A. Presentation: Strategic Research Intensity Plan

Dr. Richard Marceau, Vice-President (Research) provided the Board with a presentation entitled "Strategic Research Intensity Plan Overview which included the following topics:

- The Role of Research in University Education
- Why Aim for great Research intensity
- How we are doing
- Where do we want to go
- How do we get there

Following a question and answer period, Ms. Petten, on behalf of the Board, thanked Dr. Marceau for his very informative presentation (a copy of which is located in the Board files).

B. Presentation: Infrastructure Plan

Mr. Kent Decker, Vice-President (Administration and Finance), provided the Board with a presentation entitled "Infrastructure Plan". In doing so, he highlighted the following:

- Process Considerations
- Process to Date
- Process next steps
- Approval Process
- Contents of the Draft Plan

Presentation: Infrastructure Plan (cont'd)

Following a question and answer period, Ms. Petten on behalf of the Board, thanked Mr. Decker for his informative presentation (a copy of which is located in the Board files).

**6076. FINANCE AND HUMAN RELATIONS COMMITTEE**

A. Pension Fund Valuation

The Committee received and reviewed background information pertaining to the Pension Fund Valuation.

Mr. Decker advised Committee members that the Memorial University Pension Plan (the Plan) is managed by the University Pensions Committee (the Committee). The objectives of the Committee are as follows:

Objectives

The University Pensions Committee shall review the operation of the Memorial University Pension Plan with the following objectives:

1. To provide advice and information to the Board on all matters relating to pension plans for employees of the University.
2. Without limiting the generality of the foregoing:
  - a. To ensure that the Plan, as administered by the Department of Human Resources, is conducted in a manner consistent with the provisions of The Memorial University Pensions Act.
  - b. To advise the Board on matters relating to any new plan or on revisions to the existing plan.

The Committee comprises representatives of the various unions and employee groups at Memorial, is chaired by a member of the Board of Regents and has approximately 35 members.

The Committee conducted a valuation of the Plan as of December 31, 2012 that was based on key assumptions consistent with previous valuations with the exception that the rate of interest on plan assets was decreased from 6.5% to 6.0%. This change in assumption was based on the best information available at the time and was arrived at after considerable discussion and debate within the Committee. The effect of the change was to require ongoing increased contributions by employees and the employer of approximately \$2 million each per year. It also resulted in an increase in the Special Payments to the plan from \$20 million to \$26 million. The Special Payments have always been funded by the Province.

Pension Fund Valuation (cont'd)

Discussions with the Department of Advanced Education and Skills regarding the increase in Special Payments have led to a review of the assumption change. Given the recent performance of the Plan assets our Actuary is not opposed to such reconsideration and has prepared a new valuation with an interest rate assumption of 6.30%. The actual rate of return for the past year was 18.3% and the Plan grew from \$942 million to \$1.131 billion. Returns for the year are \$105 million above the 6.3% rate of return.

The new valuation, if approved, requires no contributions above those required in the 2010 valuation.

Ms. Ashton, Dr. Kachanoski, Dr. Wardlaw, Mr. Decker, Dr. Marceau, Mr. Blackwood, Dr. Bluehardt and Ms. Hollett left the meeting during discussion of the item.

At this point, Mr. Decker was invited back to the meeting to respond to questions, following which he left the meeting again.

Following a detailed discussion, the following resolution was passed:

**RESOLVED:**

That the Board of Regents agree to request that the University Pensions Committee be asked to reconvene to review and endorse the revised December 31, 2012 valuation based on support from the University's Actuary and taking into account Plan performance for the 2013 year and as outlined in the background documentation.

Following discussion, Ms. Ashton, Dr. Kachanoski, Dr. Wardlaw, Mr. Decker, Dr. Marceau, Mr. Blackwood, Dr. Bluehardt, and Ms. Hollett returned to the meeting.

**6077. HUMAN RELATIONS COMMITTEE**

A. Appointment of the School Dean of Pharmacy

The Board received and reviewed background information pertaining to the appointment of Dr. Carlo Marra as Dean of the School of Pharmacy.

Dr. Wardlaw advised members of the Board that based on a comprehensive and thorough search process for the Dean of the School of Pharmacy, the Search Committee has made a unanimous recommendation to the President and Vice-Chancellor that Dr. Carlo Marra be appointed as the next Dean of the School and as outlined in the background documentation.



Appointment of the Dean of the School of Pharmacy (cont'd)

Following a discussion, the resolution outlined below was passed:

**RESOLVED:**

That the Board of Regents approve the appointment of Dr. Carlo Marra as Dean of the School of Pharmacy effective June 1, 2014 and as outlined in the background documentation.

**6078. GOVERNANCE COMMITTEE**

A. Annual Review of the Terms of Reference for Board Committees

The Board received and reviewed background information pertaining to the annual review of the Terms of Reference for the following Committees of the Board of Regents: Audit and Risk Committee, Campus Planning and Development Committee, Finance Committee (including the Investment Sub-Committee), University Benefits Committee, University Pensions Committee, Governance Committee and Executive Committee.

It was noted that the annual review of the Terms of Reference for the Human Relations Committee was combined with other changes being recommended for the Committee under a separate Board submission.

Mr. Collins noted that as per Clause 57 of the Bylaws of the Board of Regents, each Committee shall review its Terms of Reference on an annual basis. Clause 57 of the Bylaws of the Board of Regents states:

“Annually, each Committee shall review its Terms of Reference and where appropriate recommend any amendments to the Board for its approval.”

The Audit and Risk Committee, Campus Planning and Development Committee, Finance Committee, Governance Committee and Executive Committee have reviewed their respective Terms of Reference and the proposed amendments were outlined in the background documentation.

These revisions include for all Board Committees the reformatting of the membership lists to better reflect voting versus non-voting status of members, a statement regarding the status of General Counsel as well as minor editorial amendments. In the case of the Audit and Risk Committee, the Terms of Reference have been amended to reflect the adoption of the Internal Audit Charter. In the case of the Investment Sub-Committee and the University Pensions Committee, a statement regarding the Board's Conflict of Interest policy has been added for the business community members.

Annual Review of the Terms of Reference for Board Committees (cont'd)

Following a discussion, the following resolution was passed:

**RESOLVED:**

That the Board of Regents approve the revisions to the Terms of Reference for the Audit and Risk Committee, Campus Planning and Development Committee, Finance Committee (including the Investment Sub-Committee), University Pensions Committee, Governance Committee and the Executive Committee as provided in the background documentation. The Terms of Reference for the University Benefits Committee remain unchanged. As noted at the meeting of the Audit and Risk Committee held earlier in the day, a further review of the Terms of Reference for the Audit and Risk Committee and the "Internal Audit Activity Charter" would be conducted.

**6079. ANY OTHER BUSINESS**

A. Date of Next Meeting

The next regular meeting of the Board of Regents is tentatively scheduled to be held on March 13, 2014.

**ADJOURNMENT**

The meeting adjourned at 5:15 p.m.

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**CHAIR**

\_\_\_\_\_  
**SECRETARY**

\_\_\_\_\_  
**DATE**