

MEMORIAL UNIVERSITY OF NEWFOUNDLAND

BOARD OF REGENTS

The regular meeting of the Board of Regents was held on Thursday, July 7, 2011, at 1:00 p.m., in the Grenfell Room at the Glynmill Inn, Corner Brook.

PRESENT:

Mr. Robert E. Simmonds, Chair
Dr. Gary Kachanoski, President and Vice-Chancellor
Dr. Evan Simpson, Vice-President (Academic) and Pro Vice-Chancellor, *Pro Tempore*
Ms. Sheila Ashton
Mr. Gilbert Bennett
Mr. Roger Bill
Ms. Julie Browne
Ms. Mary Cormier
Ms. Michelle Daye
Mr. Rex Gibbons
Ms. Noreen Greene-Fraize, by invitation
Ms. Jennifer Guy
Mr. Jim Keating
Ms. Sarah-Ann King
Mr. Ken Marshall
Dr. Vinod Patel
Mr. Tony Roche
Ms. Kathleen Roul
Ms. Donna Stone
Ms. Eleanor Swanson
Mr. Auburn Warren, via teleconference
Ms. Tina Pardy, Secretary

APOLOGIES: Chancellor Rick Hillier, Mr. Jerry Byrne, Mr. Richard Chislett, Ms. Pat Coish-Snow, Mr. Brian Dalton, Mr. Bill Matthews.

PRESENT BY INVITATION:

Dr. Mary Bluechartd, Vice-President (Grenfell Campus); Mr. Glenn Collins, Advisor to the Board; Mr. Kent Decker, Vice-President (Administration and Finance); Ms. Karen Hollett, General Counsel; Dr. Christopher W. Loomis, Vice-President (Research).

5791. MEETING CALLED TO ORDER

The meeting was called to order at 1:00 p.m. by Mr. Simmonds, Chair.

5792. APPROVAL OF THE AGENDA

The agenda for the meeting was approved, as amended.

Following approval of the agenda, Mr. Simmonds noted that as part of the implementation of the Conflict of Interest Policy approved by the Board on May 13, 2010, it had been suggested that the Board use a practice employed by other organizations and open each meeting with an opportunity for members of the Board to declare if they are in a conflict of interest position or a potential conflict of interest with regard to any agenda items. Following discussion, it was agreed to implement this practice at the next meeting of the Board to be held on September 8, 2011.

5793. MINUTES

The Minutes of the regular meeting of the Board of Regents held on May 19, 2011 were approved by the Board.

5794. INTRODUCTION OF REPRESENTATIVES FROM MUN(UK) BOARD OF DIRECTORS

The Chair extended a warm welcome and introduced representatives from the MUN(UK) Board of Directors which included Derek Linfield, Board Chair; Harvey Short, Board member; Sandra Wright, Harlow General Manager; and, Simon Hatchett, Harlow Finance Manager.

5795. CHAIR'S REPORT

1. Alumni Representation on the Board of Regents

Mr. Simmonds reminded the Board that from mid-May to early June, the Memorial University Alumni Association issued a call for nominations for candidates for the election of six alumni representatives to the Board of Regents and that a total of 34 nominations had been received. Mr. Simmonds noted that voting is now underway and will close on July 20, 2011.

The Chair then advised that the current Alumni representatives are as follows:

Julie Browne
Rex Gibbons
Jennifer Guy
Ken Marshall
Eleanor Swanson
Auburn Warren

Mr. Simmonds, on behalf of the Board, sincerely thanked Ms. Browne, Mr. Gibbons, Ms. Guy, Mr. Marshall, Ms. Swanson and Mr. Warren for their contributions made to the Board and most importantly to the University during their term.

2. Welcome to the Vice-President (Grenfell Campus)

Mr. Simmonds extended a special welcome to Dr. Mary Bluechardt, Vice-President (Grenfell Campus) who took up her formal duties on July 1, 2011. He remarked that this is a most appropriate date for a university administrator to begin his/her duties at Memorial University, the University established as a memorial to the Newfoundlanders who lost their lives on active service during the First World War and later rededicated to also encompass the province's war dead of the Second World War. He reminded the Board that the President, Dr. Kachanoski, has often remarked on this fact since he began his duties as President and Vice-Chancellor on July 1, 2010.

Mr. Simmonds, on behalf of the Board, extended a special thank-you to Dr. Holly Pike who has been Acting Vice-President (Grenfell Campus) since October 23, 2007.

Mr. Simmonds, on behalf of the Board, extended a special thank you to Dr. Evan Simpson, Vice-President (Academic) and Pro Vice-Chancellor Pro Tempore for the period September 1, 2010 to July 31, 2011.

Mr. Simmonds also extended a warm welcome to Dr. David Wardlaw who will assume the role of Vice-President (Academic) and Pro Vice-Chancellor on August 1, 2011.

3. Schedule of Meetings for 2011-2012

The Board approved the following tentative dates for Board meetings in 2012:

February 9, 2012
March 15, 2012
May 10, 2012 (to coincide with Grenfell Campus Convocation)
July 5, 2012
September 6, 2012
October 18, 2012 (to coincide with Fall Convocation)
December 6, 2012

4. Selection of Consultant to provide detailed design services for expansions to the Dr. Jack Clark Building and the S.J. Carew Building

At a meeting held on May 19, 2011, the Board of Regents authorized the Campus Planning and Development Committee to select the successful proponent for the detailed architectural and engineering design for expansions to the Dr. Jack Clark Building and the S. J. Carew Building. In an email poll conducted on June 20, 2011, members of the Campus Planning and Development Committee received and reviewed background information on the selection of a consultant and agreed with the selection of Newfoundland Design Associates Limited as the consultant to provide detailed architectural and engineering design for expansions to the Dr. Jack Clark Building and the S. J. Carew Building.

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

Dr. Kachanoski, Dr. Simpson, Dr. Loomis, Mr. Decker, Dr. Bluechardt and Ms. Hollett left the meeting during discussion of the following item.

D. Student Appeal

The Board was provided with background information pertaining to a complaint of sexual harassment by a student (respondent) against a professor (complainant). The Board was advised that following a thorough investigation of the situation by independent legal counsel, consultation with senior university staff at the University, the President determined that sexual harassment had occurred. The President subsequently imposed a penalty on the respondent as outlined in the background documentation.

Mr. Simmonds then advised the Board that the student made initial contact on March 8, 2011, and on June 7, 2011, the student gave formal notice to the Office of the Board of Regents of the intention to appeal the decision of the President to the Board of Regents.

During a discussion, the Board agreed to establish an ad hoc Committee, comprising the Chair and three other members of the Board to ensure that the matter is dealt with expeditiously, and also in accordance with the Memorial University Act, Section 34.(1)(l) which states:

“To exercise disciplinary jurisdiction over the students of the University, with power, to take the following actions:

- (l) admonish,
- (ii) suspend,
- (iii) expel,
- (iv) fine, or
- (v) levy assessments upon them for damage to property”

The Board also agreed to grant the ad hoc Committee the authority to render a decision in the appeal and in accordance with the Memorial University Act, Section 34.(1)(j) which states:

“To appoint committees that it considers necessary and to confer upon the committees power and authority to act for the board in and in relation to matters that the board considers expedient”

After discussion, the following resolution was passed:

RESOLVED:

That the Board of Regents establish an ad Hoc committee to consider the appeal of the decision of the President, as outlined in the background documentation.

That the Board of Regents authorizes the Chair of the Board to select the members of the Committee which is to be comprised of four members of the Board, which will include the Chair of the Board who will act as the Chair of the Committee. Further, the Committee may engage legal counsel to advise them during their deliberations.

Student Appeal (cont'd)

That the Board of Regents, and in accordance with the Memorial University Act, Section 34.(1)(j), authorizes the ad hoc Committee to make the final determination concerning the appeal.

Dr. Kachanoski, Dr. Simpson, Dr. Loomis, Mr. Decker, Dr. Bluechardt and Ms. Hollett returned to the meeting at this point.

5796. PRESIDENT'S REPORT

1. Update on the activities of the Task Force on a Renewed Governance Structure for Grenfell Campus

Dr. Kachanoski noted that with Dr. Mary Bluechardt taking up her responsibilities as Vice-President (Grenfell Campus), as of July 1, 2011 the work of the Task Force will be conducted through normal channels between the Vice-President (Grenfell Campus) and the President and that the Task Force is no longer needed.

2. President's Summary of Activities in support of the Strategic Plan

Reports on the activities of the President and Vice-Chancellor, during the period May 2, 2011 to June 29, 2011 with emphasis to activities relating to the University's Strategic Plan were provided.

3. Report on CFI Expert Panel Review Results

Dr. Loomis provided a verbal report with respect to the on the Canada Foundation for Innovation Expert Panel Review results.

4. Update on consolidation of the Schools of Nursing within the Province

At a meeting of the Board of Regents held on May 19, 2011, it was anticipated that the Board would receive an implementation plan in June. The President noted that while the plan is almost fully developed it requires fine tuning. He noted that postponing its presentation until September should permit completing this task and should provide clarity on several matters that require the assent of external agencies, specifically:

- confirm memoranda of understanding with the responsible unions.
- confirm memoranda of understanding with Eastern and Western Health concerning the continued use and maintenance of Southcott Hall (St. John's) and Monaghan Hall (Corner Brook) until new structures for the Nursing programs are built.
- Obtain government's commitment to fund the pension, severance and vacation liabilities associated with nursing education consolidation.

5. Registration progress report for Spring 2011 Semester

The Board received and reviewed a final registration progress report for the Spring 2011 semester as of May 23, 2011 outlining enrolments and registrations by campus and category of student as of that date.

6. Conversion of Position of Executive Director, Fisheries and Marine Institute to Vice-President, Fisheries and Marine Institute

The Board received and reviewed background information pertaining to the conversion of the position of Executive Director, Fisheries and Marine Institute to Vice-President, Fisheries and Marine Institute.

The Board was advised that the Executive Director of the Fisheries and Marine Institute (MI) is chief executive officer and is responsible for the overall management of the Institute including its programs, personnel, budgets and physical facilities. In all of these respects, the position is comparable to that of the new position of Vice-President (Grenfell Campus). The University's focus upon the authority resident in our campuses and the need for collaboration between them imply that the head of Marine Institute should operate from a position of equality with other campuses.

The Board was further advised that the administration's organizational chart shows the Executive Director reporting to the Vice-President (Academic), but the place of the position within the University makes a primary report to the President more appropriate.

After a discussion, the following resolution was passed:

RESOLVED:

That the Board of Regents approve the conversion of the position of "Executive Director, Fisheries and Marine Institute" to "Vice-President, Fisheries and Marine Institute (MI)". Further, the Board approved the recommendation that the position should report to the President.

7. Conversion of the Title of Director of Academic Units to Dean

The Board received and reviewed background information pertaining to the conversion of the title of "Director" of academic units to "Dean".

The Board was advised that the academic heads of Faculties have been referred to as "Deans", whereas the academic heads of Schools have been called "Directors". This distinction began to decay when the Deans and Directors group recommended to the Board that all should receive the same administrative stipend on the grounds that they all carry the same formal responsibilities and administrative burdens. The group now recommends that all academic heads who report to the Vice-President (Academic) be called "deans".

Conversion of the Title of Director of Academic Units to Dean (cont'd)

After a discussion, the following resolution was passed:

RESOLVED:

That the Board of Regents approve that the title "Dean" should refer to the academic head of academic units that report to the Vice-President (Academic) and the use of "Director" for academic heads of Schools should be discontinued. Further, the Board approved the recommendation that the corresponding Associate Directors should be called "Associate Deans". It was further noted that the units in question are the Schools of Human Kinetics and Recreation, Music, Nursing, Pharmacy and Social Work.

CONSENT AGENDA

At the request of Mr. Jim Keating and with the consent of the Board, Item 8.A. was removed from the consent agenda. At the request of Ms. Sheila Ashton, Item 10.B was removed from the consent agenda.

Noting that the items were dealt with in detail in meetings of the appropriate committees, it was moved by Mr. Gibbons, seconded by Ms. Cormier and carried that the consent agenda, comprising the resolutions listed in 5797 through 5803 below be approved as follows:

5797. FINANCE COMMITTEE MEETING

At a meeting held on May 19, 2011, the Finance Committee passed the following resolutions with respect to the items requiring specific approval of the Board:

Item 3234 - Establishment of the position of Campus Liaison for the Labrador Institute

The Board received background information and agreed to the establishment of the position of Campus Liaison for the Labrador Institute and as outlined in the Board submission.

3285 - Item - Establishment of the position of Director of Clinical Epidemiology in the Discipline of Medicine, Faculty of Medicine

The Board received background information and agreed to the establishment of the permanent position of Director of Clinical Epidemiology in the Discipline of Medicine, Faculty of Medicine.

Item 3236 - Conversion of contractual Positions to Permanent within the University Position Complement

The Board received background information and agreed to the conversion of the following contractual positions to permanent within the University position complement:

ERM-004 - Administrative Staff Specialist I	BL 5 \$37,988 - \$53,267
ERM-005 - Risk Analyst	BL 7 \$47,213 - \$70,816
ELH-008 - Manager of Academic Programs	BL 9 \$51,794 - \$77,691
MIS-335 - Director, Centre for Applied Ocean Technology	SAM 3 \$125,779 - \$165,496
MED-257 - Academic Program Administrator	BL 6 \$40,534 - \$56,841
MED-258 - Academic Program Administrator	BL 6 \$40,534 - \$56,841

Item 3237 - Establishment of Permanent Positions within the University Position Complement

The Board received background information and agreed to the establishment of the following permanent position:

ACS-018 - Assistant Director, Animal Care Services	BL 12 \$59,460 - \$89,189
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Item 3238 - Deletion of Permanent Staff Positions in the Department of Technical Services

The Board received background information pertaining to the deletion of the permanent staff positions in the Biomedical Division of the Department of Technical Services. It was noted that effective June 30, 2010, Eastern Health terminated the Shared Services Agreement whereby Memorial University provided biomedical services to Eastern Health Hospitals. It was further noted that Employees of the Biomedical Division of Technical Services accepted positions with Eastern Health, were placed in positions for which they were qualified by education and training, bumped into other positions or retired.

As a result, the Board agreed to the deletion of the permanent staff positions in the Biomedical Division of the Department of Technical Services as follow:

THS-022	Division Manager, HSC	BL 13 \$64,555 - \$96,827
THS-042	Technologist III	BL 7 \$43,197 - \$60,576
THS-056	Technologist III	BL 7 \$43,197 - \$60,576
THS-074	Secretary	BL 3 \$33,269 - \$46,648
THS-075	Stores Clerk III	BL 5 \$37,988 - \$53,267
THS-080	Technologist III	BL 8 \$46,010 - \$64,517
THS-082	Technologist III	BL 7 \$43,197 - \$60,576
THS-088	Technologist III	BL 7 \$43,197 - \$60,576
THS-090	Biomed Electronics Supervisor	BL 8 \$46,010 - \$64,517
THS-091	Technologist III	BL 7 \$43,197 - \$60,576
THS-096	Technologist III	BL 7 \$43,197 - \$60,576
THS-099	Stores Clerk III	BL 3 \$33,269 - \$46,648

Item 3238 - Deletion of Permanent Staff Positions in the Department of Technical Services (cont'd)

THS-100	Technologist III	BL 7 \$43,197 - \$60,576
THS-101	Technologist II	BL 6 \$40,534 - \$56,841
THS-103	Technologist III	BL 7 \$43,197 - \$60,576
THS-104	Technologist II	BL 6 \$40,534 - \$56,841
THS-107	Technologist II	BL 5 \$37,988 - \$53,267
THS-108	Technologist III	BL 7 \$43,197 - \$60,576
THS-109	Technologist II	BL 6 \$40,534 - \$56,841
THS-110	Technologist II	BL 6 \$40,534 - \$56,841
THS-113	Technologist I	BL 5 \$37,988 - \$53,267
THS-114	Technologist II	BL 5 \$37,988 - \$53,267

Item 3239 - Revised Rates of Pay for the employment of Archaeological Field Assistants within the Department of Archaeology in the Faculty of Arts

The Board received background information and agreed to an increase in the rates of pay for the Archaeology Field Assistants I, II and III in the Department of Archaeology in the Faculty of Arts as follows:

Archaeological Field Assistant I	\$405 - \$455 per week
Archaeological Field Assistant II	\$455 - \$505 per week
Archaeological Field Assistant III	\$505 - \$605 per week

Item 3240 - Increase in Memorial University's Student Assistant Rates and Work Term Student Rates

The Board received background information pertaining to an increase in Student Assistant rates of pay and Work Term Student rates.

Student Assistants

Historically, Memorial's student assistant rates were set at fifty cents higher than the provincial minimum wage. Memorial currently has two student assistant rates; the regular student assistant hourly rate is \$10.50 and a supervisory student assistant hourly rate is \$12.50. The provincial government's new student rate has increased to \$12.65, which is a \$2.15 per hour increase.

By increasing Memorial's two student assistant rates by \$2.15 per hour, the new rates would be \$12.65 for the regular student assistants and \$14.65 for the supervisory student assistants. This increase in rates provides a total annual increase of approximately \$365,000 based on current hiring rates, and excluding MUCEP students. The MUCEP program will also be impacted by this increase.

Item 3240 - Increase in Memorial University's Student Assistant Rates and Work Term Student Rates (cont'd)

Work Term Students

The new policy for work term students allows for equality within the various degree and diploma programs by offering the same rate across the faculties for each work term year. By implementing the recommended rates below, the University's monthly rates of pay for work term employment will be consistent with that of the provincial government. This relationship has been historically maintained on the basis that the provincial government work term employment rates reflect the local market.

Work Term/ Year of Study	Diploma Programs (i.e. CONA)	Degree Programs (i.e. Memorial)			Law Student
		Undergraduate	Masters	Ph.D	
I	1,918.58	2,180.97			
II	2,020.20	2,362.97			
III	2,174.90	2,544.97			
IV	2,331.12	2,726.97			
V	2,485.82	2,908.97			
VI	2,642.03	3,089.45			
Masters			3,115.23		
Ph.D				3,474.68	
1 st Year Law					2,751.23
2 nd Year Law					3,118.27
3 rd Year Law					3,474.68

Based upon work term students employed during the Spring 2011 semester, the increase in cost per year is approximately \$83,000 with \$50,000 covered by operating funds over 9 departments. Remaining costs covered by external funds.

As a result, the Board agreed to an increase in Student Assistant rates of pay and Work Term Student rates, to be effective April 1, 2011, as outlined above.

Item 3241 - Revision 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 revision to the Statement of Investment Policy and Objectives for Endowment Funds and Non-endowed Funds as follows:

- Update the asset mix allocation for the Endowed Funds pool of investments to increase the maximum allocation for Cash and Short-Term Investments from 25% to 50%, as indicated below:

Item 3241 - Revision to the Statement of Investment Policy and Objectives for Endowment Funds and Non-endowed Funds (cont'd)

Asset Mix:

Category	Minimum	Maximum	Investment Policy Benchmark
Cash and Short-Term Investments (maturing within one year)	0%	50%	9%
Fixed Income (maturing from 1 – 10 years)	20%	65%	45%
Equity and Equity Related Securities:	30%	60%	45%
Canadian	15%	45%	25%
US	7%	25%	10%
International	8%	25%	10%
Special Loan Arrangements (i.e. investments in mortgages or term loans for acquisitions of real property or capital projects)	0%	5%	1%

Item 3242 - Increase in the Health Fee for the Marine Institute’s student body offered through the Marine Institute Students’ Union (MISU) Health Plan

The Board received background information and agreed to an increase in the health fee from \$95 per term/per student to \$105 per term/per student for Marine Institute students for the upcoming academic year, starting September 6, 2011.

Item 3243 - Renewal of Foreign Health fees to be charged to Student Accounts

The Board received background information with regard to the renewal of foreign health fees to be charged to student accounts and as a result of renewing foreign health insurance coverage for international students with Guard.me, the Board agreed to the following new insurance rates:

- a. Effective September 1, 2011, international student undergraduate and graduate rates for single students is \$620.50 per academic year.
- b. Effective September 1, 2011, international student undergraduate and graduate family rate (couples only) is \$1,241.00 per academic year.
- c. Effective September 1, 2011, international student undergraduate and graduate family rate (couple with one child) is \$1,861.50 per academic year.

Item 3244 - Summary of activity in Undergraduate Student Development Fund

The Board received background information with respect to the summary of activity in Undergraduate Student Development Fund. This item was received for information and did not require a resolution of the Board.

5798. AUDIT AND RISK MANAGEMENT COMMITTEE

1. Internal Audit Plan for 2011-12

The Board received background information and agreed to the Internal Audit Plan for 2011-12 as outlined in the Board submission.

5799. APPOINTMENTS COMMITTEE

1. Academic Appointments Report

The Board agreed to accept the Reports of Action of the Appointments Committee including the addendum dated July 7, 2011 for approval or information as appropriate.

RESOLVED:

That the Board of Regents approve the new, renewal or extension of appointments as follows:

Dr. Kirk Anderson as Dean of the Faculty of Education at the salary recommended by the Appointments Committee and as outlined in the Board submission.

Dr. Doreen Neville renewed as Associate Vice-President (Academic) and as outlined in the Board submission.

Mr. Rob Wells as Acting Director, Distance Education and Learning Support, and continuing until a permanent director is appointed, at the salary recommended by the Appointments Committee and as outlined in the Board submission.

Mr. Gary Bradshaw as Associate Vice-President (Grenfell Campus) at the salary recommended by the Appointments Committee and as outlined in the Board submission.

Dr. Bill Iams extended as Acting Vice-Principal (Grenfell Campus) until December 31, 2011.

Dr. Ivan Emke extended as Associate Vice-Principal Research (Grenfell Campus) until December 31, 2011.

5800. CAMPUS PLANNING AND DEVELOPMENT COMMITTEE

1. 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 & Labrador Centre for Interdisciplinary Research in Human Genetics and Faculty of Medicine Building Extension, HSC
- Ocean Science Centre Cold Water Supply
- Dr. Jack Clark Building and the S.J. Carew Building expansions

Grenfell Campus

- Academic Building
- New Residence
- Environmental Research Laboratories

The Board was advised that projects are on time and on budget.

2. Consultant selection for a functional Space Planning Study for the Science Facilities

The Board received background information and agreed to provide the Campus Planning and Development Committee authorization to select the successful proponent for a functional space planning study for Science Facilities.

3. Consultant selection for a functional Space Planning Study for space to be vacated in the Faculty of Medicine

The Board received background information and agreed to provide the Campus Planning and Development Committee authorization to select the successful proponent for a functional space planning study for existing space in the Faculty of Medicine.

4. Purchase of No. 5 Clarke Place, St. John's

The Board received background information and agreed to provide the administration of Memorial University of Newfoundland authorization to negotiate a fair price in relation to the appraised value and purchase (subject to the approval of the Lieutenant Governor in Council), of No. 5 Clarke Place.

5. Purchase of Property adjacent to the Botanical Garden at 336 Mount Scio Road, St. John's (Tilley Property)

The Board received background information and agreed to provide the administration of Memorial University authorization to negotiate a fair price in relation to the appraised value and purchase (subject to the approval of the Lieutenant Governor in Council) of 336 Mount Scio Road, St. John's (the Tilley Property).

5801. POLICY OVERSIGHT COMMITTEE

1. Revised Policy: *Development, Approval and Administration of University Policies*

The Board received background information and agreed to the revised policy entitled "*Development, Approval and Administration of University Policies* and the Implementation Plan, to be effective immediately.

5802. SENATE MATTERS

The Board received reports of items of business considered by Senate at its regular meeting held on May 10, 2011. Approval was given to the following items requiring Board approval under Section 56(h) (course of study) and 56(s) (making or altering a rule or regulation) of the Act:

1. May 10, 2011

Item 103 Report of the Senate Committee on Undergraduate Studies
(No. 103.1 - 103.2)

Item 104 Report of the Academic Council of the School of Graduate Studies
(No. 104.1 - 104.3)

Item 105 Report of the Academic Council of the School of Graduate Studies
(No. 105.1)

5803. SEPARATELY INCORPORATED ENTITIES COMMITTEE

1. Appointment to the Board of Directors of the Memorial University Recreation Complex (MURC)

The Board received background information and agreed to the appointments to the Board of Directors of the Memorial University Recreation Complex as follows:

- Mr. Brendan Wringe, representing the Graduate Students' Union for a one year term effective July 7, 2011;
- Mr. Michael Fowler for a two year term effective July 7, 2011

DISCUSSION AGENDA

5804. AUDIT AND RISK MANAGEMENT COMMITTEE

1. Annual Health and Safety Report (2010-11)

The Board received and reviewed background information pertaining to the Annual Health and Safety Report (2010-11) for Memorial University of Newfoundland which provides an interim health and safety update included some of the key statistical information that is being tracked.

Annual Health and Safety Report (2010-11) (cont'd)

The Board was advised that the Department of Health and Safety (DHS) is continuing its efforts to build a departmental presence with a consistent tone and a full range of expertise to support the staff and students of the University. The mandate is to establish a healthy and safe environment for the university community creating a culture that embraces health and safety on campus and at home. This will be achieved by engaging the University community in the redevelopment and implementation of Memorial's Health and Safety Program.

Mr. Keating and Mr. Bennett congratulated the administration on the progress achieved in the area of safety and then noted the importance of communicating and promoting an improved health and safety culture within the University by using the significant resources of Marketing and Communications.

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

2. Report of the External Auditors - Results of the 2011 Audit

The Board received and reviewed background information pertaining to the report of the External Auditors 2011. The Board was advised that Ernst Young LLP, have audited the consolidated financial statements of Memorial University of Newfoundland. The scope and manner of the audit was outlined in the 2011 Audit Service Plan, which was approved by the Board of Regents on October 20, 2010.

This Audit Report briefly summarizes the major aspects of the audit of the consolidated financial statements for the period ending March 31, 2011. It is a companion document to the Consolidated Financial Statements, as the audited statements alone would not necessarily identify all matters that may be of interest to the Audit and Risk Management Committee in fulfilling its responsibilities. The Audit Report states that the auditors have substantially completed the audit and subject to the clearance of minor outstanding items, expect to be in a position to sign an unqualified report.

The following represent the key findings of the audit:

- The auditors had no disagreements with management on financial accounting and reporting matters or auditing procedures;
- The auditors did not identify any evidence of:
 - misstatements resulting from, or evidence of, fraud or suspected fraud;
 - unusual related party transactions which are not in the normal course of operations;
 - other unusual transactions not in the normal course of operations;
 - conflicts of interest or illegal, or possibly illegal acts;
 - non-compliance with regulatory requirements;
 - material weaknesses in the systems of internal control.

Report of the External Auditors - Results of the 2011 Audit (cont'd)

- The auditors are satisfied that the University's disclosure of employee future benefits within its financial statements is compliant with Generally Accepted Accounting Principles (GAAP);
- The auditors are satisfied that there were no significant problems with respect to the procedures related to accounting for capital expenditures;
- The auditors have reviewed the University's significant accounting policies and disclosures and conclude that the University's financial statements are in accordance with GAAP;
- The auditors are satisfied that there have been no significant, unusual non-routine transactions that lack economic justification.

After discussion, the following resolution was passed:

RESOLVED:

That the Board of Regents approves the Report of the External Auditors - Results of the 2011 Audit.

5805. FINANCE COMMITTEE

Item 3245 - Annual Audited Financial Statements for the University and the Annual Management Report from the External Auditors

Mr. Simmonds welcomed to the meeting, Ms. Debbie Collis, Director of Financial and Administrative Services, who provided a presentation on the audited financial statements for the University as well as the Pension Plan audited financial statements as at March 31, 2011.

The Board received and reviewed background information pertaining to the annual audited financial statements for the University and the Auditor's report and was advised that the report of the external auditors on the annual audited financial statements of the University as at March 31, 2011 was received and reviewed by the Audit and Risk Management Committee on July 5, 2011. The external auditors found the financial statements to present fairly the financial position of the University as at March 31, 2011, the results of the operations and its cash flows for the year then ended in accordance with Canadian generally accepted accounting principles. There were no qualifications in the report of the external auditors.

After discussion, the following resolution was passed:

RESOLVED:

That the Board of Regents approve the Memorial University audited financial statements for the fiscal year ended March 31, 2011.

Item 3246 - Memorial University's Pension Plan audited Financial Statements for the Fiscal Year ended March 31, 2011

The Board received and reviewed background information pertaining to the Memorial University Pension Plan audited financial statements for the fiscal year ended March 31, 2011. Members of the Board were advised that the external auditors found the financial statements to present fairly the net assets available for benefits of the Pension Plan as at March 31, 2011 and the changes in net assets available for benefits for the year then ended in accordance with Canadian generally accepted accounting principles. There were no qualifications in the report of the external auditors.

After discussion, the following resolution was passed:

RESOLVED:

That the Board of Regents approves the Memorial University Pension Plan audited financial statements for the fiscal year ended March 31, 2011.

5806. POLICY OVERSIGHT COMMITTEE

1. Proposed Revised Policy: Smoking

The Board received and reviewed background information pertaining to the proposed revised policy "Smoking".

Members of the Board were advised that the University's current *Smoking* Policy has been considered for revision by the Office of the Vice-President (Administration and Finance). The current policy dates to 1992 at which time smoking was prohibited for the first time within university buildings. There was an amendment to that policy in 2006 to reflect that certain residence buildings were designated as smoking buildings. The proposed Policy revision complies with the *Smoke Free Environment Act* which prohibits smoking in any indoor or otherwise enclosed space and serves to provide a safe and healthy work and study environment for employees, students and visitors; specifically, by eliminating exposure to second hand smoke.

The Administration believes that a progression to a complete ban over time through a gradual and continuous restriction of areas where smoking would be permitted on campus is appropriate. The most compelling reason for a gradual versus immediate ban is concern for the safety of persons standing on or near roadways, particularly after dark.

The development of this Policy followed the University's Policy Framework Process. An interim Policy Development Report was reviewed and discussed at the Board of Regents meeting on May 19, 2011 at which time the Board agreed to consider the proposed revised policy submission as a notice of motion to be presented at its July 7, 2011 meeting. The Policy Oversight Committee reviewed the final submission at its meeting on June 23, 2011.

Proposed Revised Policy: Smoking (cont'd)

Copies of the following documentation were included with the Board submission:

- Proposal for New or Revised Policy
- Proposed *Smoking* Policy
- Policy Development Interim Report
- Current *Smoking* Policy

Following a lengthy and lively debate concerning the policy statement and implementation plan, the following resolution was passed:

RESOLVED:

That the Board of Regents approve the revised policy *Smoking* and the Implementation Plan to come into effect August 1, 2011 and as outlined in the Board submission. Further, the Board approved an amendment to the policy statement as follows:

“In accordance with the *Smoke Free Environment Act*, smoking is prohibited in any indoor or other enclosed space. While Memorial does not encourage smoking, smoking is permitted in designated outdoor areas during a transition to a full ban. No later than August 1, 2013 smoking is prohibited on property occupied by Memorial University.”

5807. REVISED BOARD OF REGENTS COMMITTEE STRUCTURE

The Board received and reviewed background information pertaining to the revised Board of Regents Committee Structure.

Ms. Eleanor Swanson, Chair of the ad hoc Committee to Strengthen Governance reminded members of the Board that in December 2010, members of the *ad hoc* Committee to Strengthen Governance (*ad hoc* Committee) asked the President, in conjunction with other members of the Senior Administration, to bring forth a proposal for a revised Board Committee Structure, based on the principles adopted by the Board, at its March 2010 meeting.

Following review by the *ad hoc* Committee at its April 26, 2011 meeting, and in consultation with appropriate members of the current Board Committees, the proposal received approval in principle at the May 19, 2011 Board meeting with agreement that the specific Terms of Reference for each committee would be brought forward at the July Board meeting.

Ms. Swanson advised that the *ad hoc* Committee to Strengthen Governance reviewed the Terms of Reference, as outlined in the Board submission, and the secondary changes to the Board Bylaws resulting from the revised structure at its meeting on June 15, 2011.

Revised Board of Regents Committee Structure (cont'd)

After a discussion, the following resolution was passed:

RESOLVED:

That the Board of Regents approve the adoption of the proposed Terms of Reference for a revised Committee structure of the Board of Regents as outlined in the Board submission and as follows:

- That further delegations of authority for decisions relating to employee appointments and leaves be established in accordance with the new Human Relations Committee Terms of Reference as enclosed. Delegating the authority for leave without pay for non-academic positions to the applicable Vice-President, as recommended herein will supersede the Board's resolution in September 2000, where the authority for such leaves was delegated to the Director of Human Resources. This new delegation will bring consistency in decision-making across all types of positions and will align the authority for the decision, in the case of non-academic positions, with the current policy on *Leave Without Pay*.
- That the inactive Subcommittees of the University Benefits Committee, i.e., the Long-Term Disability Subcommittee, and the Health and Dental Subcommittee, be dissolved.
- That members of the new Human Relations Committee and the University Pensions Committee consider whether having two Subcommittees of the University Pensions Committee, i.e. Performance Review Subcommittee and Amendments Subcommittee, is relevant.
- That the Policy on the *Establishment of Permanent Positions* be amended to have the authority for approving the establishment of new non-academic positions rest with the Vice-Presidents' Council rather than the Board of Regents.
- That the proposed amendments for the Board Bylaws, resulting from the new Committee Structure, as provided in the Board submission enclosed, serve as a notice of motion for approval at the September 2011 Board meeting.

5808. IN CAMERA SESSION OF THE BOARD (CONFIDENTIAL)

The Board moved into an in-camera session.

(The Confidential Minutes of this section of the meeting are separate from the regular meeting minutes.)

5809. ANY OTHER BUSINESS

1. Date of Next Meeting

The next regularly scheduled meeting of the Board of Regents will be held on September 8, 2011.

ADJOURNMENT

The meeting adjourned at 3:25 p.m.

CHAIR

SECRETARY

DATE