

MEMORIAL UNIVERSITY OF NEWFOUNDLAND

BOARD OF REGENTS

The regular meeting of the Board of Regents was held on Thursday, July 5, 2018 at 3:00 p.m. in the Junior Common Room, R. Gushue.

**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)  
Dr. Susan Dyer Knight, Chancellor  
Ms. Margaret Allan  
Ms. Michelle Baikie  
Mr. Glenn Barnes  
Mr. Robert Bishop  
Mr. Mark Bradbury  
Dr. Bud Davidge  
Ms. Cathy Duke  
Mr. Joe Dunford  
Mr. John Gibbons  
Dr. Rex Gibbons  
Mr. Doug Letto  
Ms. Karen McCarthy  
Alex Noel  
Mr. George Saunders  
Ms. Sarah Stoodley  
Ms. Eleanor Swanson  
Mr. Dennis Waterman  
Ms. Tina Scott, Secretary to the Board

**APOLOGIES:**

Apologies were received from Mr. Fred Cahill, Ms. Katharine Hickey, Mr. Kelvin Parsons, Ms. Donna Rideout, Ms. Catherine Rowsell, Mr. Christian Samson.

**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.

**6523. MEETING CALLED TO ORDER**

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

The Chair noted for the information of the Board the resignation of Alex Noel, Memorial University of Newfoundland Students' Union representative. The Chair, on behalf of the Board, acknowledged with sincere gratitude the valuable service given by Alex Noel to the University during their term on the Board.

The Chair, on behalf of the Board, congratulated Dr. Neil Bose, Vice-President (Research) on his recent appointment to the Board of Directors of the National Research Council.

**6524. 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.

At the request of Mr. Bradbury, Chair of the Audit and Risk Committee, it was agreed to move Agenda Item 13.1 "Semiannual Risk, Insurance, Environmental Health and Safety (EHS) and Emergency Management (EM) Update to the Closed Discussion Agenda.

At the request of Ms. Allan, Chair of the Human Relations Committee, it was agreed to move Agenda Items 15.4 "Update on Collective Bargaining for the four Collective Agreements negotiated by Faculty Relations" and 15.5 "Update on Collective Bargaining for the six Support Staff Collective Agreements" to the Closed Discussion Agenda.

At the request of Alex Noel, it was agreed to move Agenda Item 7.2 "Transportation Strategy" to the Open Discussion Agenda.

Mr. Bradbury declared a conflict with Agenda Item 16.2 "Actuarial Valuation of the Memorial University Pension Plan as at December 31, 2017".

Mr. Collins declared a conflict with Agenda Item 15.8 "Extension of the appointment of the Executive Director, Board of Regents".

Ms. McCarthy declared a conflict with Agenda Item 18.2 "Naming of a portion of the Battery Facility of Memorial University in recognition of a significant contribution".

Mr. Cooper and Mr. Collins declared a conflict with Agenda Item 15.3 "Compensation review for Senior Administrative (SAM) positions".

The agenda as amended was approved by the Board.

**6525. MINUTES**

The Minutes of the regular meeting of the Board of Regents held on May 10, 2018 were approved by the Board.

**6526. CHAIR'S REPORT**

A. Meeting of the Executive Committee – June 21, 2018

The Chair noted that the Executive Committee met on June 21, 2018 to finalize and fine tune the agenda for today's meeting of the Board.

**6527. 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 May 2018 meeting of the Board and he provided the Board more detail and context on several of these activities and events.

**OPEN SESSION - CONSENT AGENDA**

It was moved by Mr. Mahoney, seconded by Ms. Duke and carried that the consent agenda, as recommended by the appropriate Board Committee and comprising the resolutions listed in 6528 through 6531 be approved as outlined below.

**6528. SENATE MATTERS**

A. Senate matters with implications for the Board of Regents (April 10, 2018):  
Approval of Calendar Changes

The Board received background information pertaining to the Senate matters with implications for the Board of Regents arising from the Senate meeting held on April 10, 2018 and approved the Calendar changes as outlined in the background documentation.

**6529. CAMPUS PLANNING AND DEVELOPMENT COMMITTEE**

A. Update on Capital Projects

The Board was advised that the following capital projects are underway or being planned:

Projects in Progress

St. John's Campus

1. Aboriginal Centre
2. Core Science Facility
3. Battery Property
4. Animal Resource Centre

Projects in Planning Stages

St. John's Campus

1. Faculty of Engineering and Applied Science – Mechanical Engineering High Bay Laboratory
2. Faculty of Engineering and Applied Science – Petroleum Engineering Building
3. Faculty of Humanities and Social Sciences Research Archival Facility
4. Redevelopment of Reid Theatre

Marine Institute

1. Holyrood Marine Base – Phase IIB Ocean Research and Training Building

Projects in Early Stages

1. Faculty of Medicine – Redevelopment of Existing Space
2. Storage Facility, Mount Scio Road
3. School of Pharmacy Extension

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.

**6530. GOVERNANCE COMMITTEE**

A. Bi-annual Review of the Terms of Reference for the Governance Committee and Executive Committee of the Board of Regents

The Board received background information and approved the amendments to the Terms of Reference for the Governance Committee and Executive Committee of the Board of Regents as provided in the background documentation.

**6531. HUMAN RELATIONS COMMITTEE**

A. Student Employment Policy

The Board received background information and approved the revisions to the "Student Employment" Policy as outlined in the background documentation.

**OPEN SESSION – DISCUSSION AGENDA**

**6532. CAMPUS PLANNING AND DEVELOPMENT COMMITTEE**

A. Transportation Strategy

The Board received and reviewed background information pertaining to the University's "Transportation Strategy".

Board members were advised that at the December 2016 and March 2017 meetings of the Board of Regents, updates were provided on two items relating to the University's overall parking and transportation challenges. These included a Universal Transit Pass (UPass) program as well as the MUN Area Traffic Study, both of which have also been active topics of discussion at the Memorial University Parking and Transportation Solutions Committee which formed in fall 2015.

At the March 2017 meeting of the Board of Regents, direction was provided to the Administration to continue to advance both initiatives as they relate to the University's overall transportation strategy. The Administration have continued their work accordingly and have the following updates to bring forward at this time:

UPass

Over the last number of months, members of the University Administration have been working with a variety of stakeholders on a potential UPass program for Memorial University. In March 2017, the Board of Regents agreed that an ad hoc committee of the Campus Planning and Development Committee be struck with a mandate to:

- Meet with the Project Team to review the work completed on the UPass;
- Evaluate options and scope of this initiative;
- Present a recommendation to the Campus Planning and Development Committee and the Board at their May 11, 2017 meetings regarding an implementation plan for a regional transit solution for Memorial University and if appropriate, identify options for engaging other potential beneficiaries for this regional transit solution.

Transportation Strategy (cont'd)

Following from the March 2017 meeting of the Board of Regents, a call was initiated for interested participants from the Campus Planning and Development Committee to join the ad hoc committee. The ad hoc committee held a meeting on May 10, 2017 and discussed the UPass initiative further as well as its potential as a regional transit solution.

As was presented at the October 2017 Board meeting, the ad hoc committee members agreed on the following principles to guide the group's work on this initiative:

- 1) The UPass initiative should ultimately be implemented via a referendum of students once the parameters of the program have been finalized. While precise details of the referendum are to be determined, the referendum should however be called and administered by the University Administration, to be inclusive of all students included in the proposed program simultaneously, with the outcome determined by the majority of those who vote.
- 2) The University Administration should engage in discussions with its partners along the Prince Philip Drive corridor (Eastern Health, Government of Newfoundland and Labrador and College of the North Atlantic) to determine their respective interest in participating in a potential UPass program.
- 3) The University Administration should take steps to address the heavily subsidized parking rates currently charged to Faculty, Staff and Students.
- 4) The University Administration should stop constructing new parking spaces on campus (surface and garage) – until at least such a time as parking provision adheres to a cost recovery model and/or alternative public transportation modes such as UPass are put into effect.

A meeting of the UPass ad hoc committee occurred on April 27, 2018 to discuss the potential UPass program further for Memorial University. The Committee recommended Administration re-engage with the three student unions (Memorial University of Newfoundland Students' Union, Graduate Students' Union and the Marine Institute Students' Union) and the general student population to resolve the matter this year.

### Transportation Strategy (cont'd)

In May 2018, meetings took place with representatives from each students' union to provide an update on the potential UPass program and have an open discussion on how to best engage the general student population. Based on their feedback, it was determined that student engagement should take place during the fall semester, with a decision on the program thereafter. The ad hoc committee met again on June 20, 2018 and received a progress update on the student meetings and approved the Administration to continue with a plan to engage students in the fall. A communications strategy is currently being developed in collaboration with the Department of Marketing and Communications.

### MUN Area Traffic Study

The MUN Area Traffic Study was commissioned in 2014 by the City of St. John's, Memorial University of Newfoundland, and the Provincial Department of Community Services to examine the longer term transportation infrastructure needs in and around the University area.

The study provides a broad range of transportation infrastructure recommendations for consideration over the short to long term in the University area. The Board of Regents provided its support for the prioritization of transportation infrastructure needs via e-mail poll following the March 2017 meeting of the Board of Regents. Thereafter, the administration prepared a proposed funding split for the transportation infrastructure projects, which was reported to the Campus Planning and Development Committee of the Board of Regents at its June 2017 meeting.

Following the public release of the study in summer 2017, and municipal elections in fall 2017, University Administration has worked with its partners at the City of St. John's toward submitting a letter to the provincial government in the spirit of advancing priority projects recommended in the study and to seek funding opportunities to complete these projects. This letter was sent to Government of Newfoundland and Labrador officials and a meeting to discuss the study and its next steps took place on May 24, 2018 with representatives from the City of St. John's, provincial government, Eastern Health, and MUN.

Some of the assumptions of the MUN Area Traffic study are changing as the Waterford Hospital is being added to the Health Sciences Centre site. These assumptions are to be shared for consideration of impacts to the suggested projects. The group did recognize the importance of a transit terminal and UPass program as an immediate priority. A working group is being established to discuss transit projects further and to coordinate a potential funding submission.

Transportation Strategy (cont'd)

Following a discussion of Principles 1 and 2 (as provided above), Dr. Gibbons noted that he would bring back to the UPASS Sub-committee the comments made at today's meeting noting in particular that consultation would continue with student unions and other potential beneficiaries.

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

**6533. HUMAN RELATIONS COMMITTEE**

A. Alumni Engagement Strategy and renaming of the Office of Alumni Affairs

The Board received and reviewed background information pertaining to the Alumni Engagement Strategy and the renaming of the Office of Alumni Affairs. The Chair welcomed Dr. Robert Greenwood, Executive Director, Office of Public Engagement and Ms. Lynn Squires, Assistant Director, Alumni Affairs/Public Engagement, who provided the Board with a presentation entitled "Alumni Engagement Strategy – Public Engagement, Memorial University".

Board members were advised that at a meeting held on March 16, 2017 the Board was presented with the Review of the External Relations portfolio within the President's envelope. At that time, the Alumni Affairs unit transitioned to a new reporting structure so that it now falls within the Office of Public Engagement as opposed to the Office of Alumni Affairs and Development.

With the move of Alumni Affairs a new strategic plan has been developed that will provide guidance for all units and campuses of Memorial University. The strategic plan has been developed after 10 months of consultations. Over 200 individuals, both internal and external to the University, were engaged in 26 in-person meetings and consultation sessions held from September to December 2017. Participants included alumni, employees, faculty, staff, students and members of the general public. Of these sessions, approximately 10 were public consultations held across the province, as well as in Nova Scotia and Ontario, with participation from national and international alumni representatives. Over 3500 alumni responded to a survey conducted from October 10 to November 2, 2017. A draft of the strategy and communications plan was provided in the background documentation as Appendix A.

The highlights of the new strategy are:

**Vision**

Memorial and its alumni actively engage through the people and work of the University for personal and collective benefit



Alumni Engagement Strategy and renaming of the Office of Alumni Affairs (cont'd)

**Values**

Celebrating diversity, equity and accessibility  
Pursuing positive change  
Advancing academic connections  
Honouring shared responsibility  
Inspiring pride and spirit

**Goals**

Mobilize Memorial to engage with alumni  
Empower alumni to engage with Memorial  
Facilitate connections among alumni  
Inspire students to become engaged alumni

Throughout the consultations it was recommended that the unit name be changed to Alumni Engagement to reflect the new vision and best align with the mandate of the Public Engagement portfolio. The proposed new name is "Alumni Engagement".

A scan of alumni units among Canadian Universities suggests that Memorial University is the first to integrate alumni into the public engagement portfolio and as such, may inspire other universities to do the same. There does not appear to be any conflicts or duplication with other institutions in regards to the name "Alumni Engagement". It was also noted that there are no additional resource implications.

Following a brief question and answer period, Ms. Petten, on behalf of the Board, thanked Dr. Greenwood and Ms. Squires for the informative presentation (a copy of which is located in the Board files) and they left the meeting.

After a discussion, the following resolution was passed:

**RESOLVED:**

That the Board of Regents endorse the following effective immediately and as outlined in the background documentation:

- a) The strategic plan for Alumni Engagement.
- b) Renaming of the Alumni Affairs unit to "Alumni Engagement".

**6534. AUDIT AND RISK COMMITTEE**

A. Report of the External Auditors – Results of the 2018 Audit

The Board received and reviewed background information pertaining to the “Report of the External Auditors – Results of the 2018 Audit” and was advised that a detailed presentation of the Report was made to the Audit and Risk Committee by Ernst & Young at a meeting held on June 28, 2018.

The Board was advised that Ernst & Young LLP have audited the consolidated financial statements of Memorial University of Newfoundland and the financial statements of the Memorial University of Newfoundland Pension Plan. The scope and manner of the audit was outlined in the 2018 Audit Service Plan, which was approved by the Board of Regents on October 4, 2017.

The Audit Report briefly summarizes the major aspects of the audit of the consolidated financial statements and of the pension plan for the period ending March 31, 2018. It is a companion document to the consolidated financial statements and the pension plan financial statements, as the audited statements alone would not necessarily identify all matters that may be of interest to the Audit and Risk 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 issue an unqualified opinion on the consolidated financial statements and on the pension plan financial statements.

The following represent the key findings of the audit:

- The auditors concluded that the University’s analysis for significant accounting matters is appropriate and that reasonable judgements have been used by management to account for critical accounting estimates.
- No material recorded or unrecorded audit differences have been identified.
- Based on the results of interim procedures, the auditors concluded that a control reliance approach was possible for the testing of payroll expense. As a result, a combined approach was taken. Based on testing procedures performed thus far, subject to the completion of the remaining audit procedures, no issues were identified.
- Tests of controls were performed in respect of other areas as outlined in the Audit Plan (i.e. cash, accounts payable and certain other significant expense accounts).

Report of the External Auditors – Results of the 2018 Audit (cont'd)

- The auditors concur with the currently proposed presentation and note disclosures in the consolidated financial statements and the financial statements of the pension plan. They noted that management applied judgement to balance the need to provide certain detailed disclosures with reference to the usability of the overall financial statements. They noted no items, individually or in aggregate, that required adjustments to the financial statements.
- Throughout the planning and execution of the audit, outstanding cooperation and communication occurred between the University and the auditors.
- No fraud or illegal acts relating to management override of controls or involving personnel have been identified by the University or by the auditors other than those previously communicated to the auditors by the University Auditor.

The Audit Report will be dated as of the date the University receives approval from the Provincial Government for exemption from funding the going concern requirement of the *Pension Benefits Act (1997)*. It is expected this approval will be received by the Fall. It was noted that subsequent events testing will continue until that date.

After a discussion, the following resolution was passed:

**RESOLVED:**

That the Board of Regents approve the “Report of the External Auditors – Results of the 2018 Audit” and as outlined in the background documentation. It is understood that the audit report will be dated as of the date the University receives approval from the Provincial Government for exemption from funding the going concern requirement of the *Pensions Benefits Act (1997)*.

**6535. EXECUTIVE COMMITTEE**

A. Board Meeting Dates 2019

The Board received and reviewed background information pertaining to the Board meeting dates for 2019.

Board members were reminded that the Board Bylaws, Clause F.35 “Regular Meetings” states:

Board Meeting Dates 2019 (cont'd)

*“The Board shall hold regular meetings (“Regular Meetings”) in accordance with its schedule. The schedule shall be determined by the Board following a recommendation from the Secretary made in consultation with the President and Chair and where practical, prior to the commencement of each academic year of the University”.*

After a discussion, the following resolution was passed:

**RESOLVED:**

That the Board of Regents approve the proposed Board meeting dates for 2019 as outlined in the background documentation and as follows:

March 14, 2019

May 9, 2019

July 4, 2019

October 2, 2019 (to coincide with Grenfell Campus Convocation)

December 5, 2019

**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.

Noting that the items were dealt with in detail in meetings of the appropriate committees, it was moved by Dr. Kachanoski, seconded by Mr. Mahoney and carried that the consent agenda, comprising the resolutions listed in 6536 through 6539 below be approved as follows:

**6536. AUDIT AND RISK COMMITTEE**

- A. Update on Information Security Improvement Program (ISIP) Plan in response to Information Technology (IT) Security Risk Assessment

The Board received background information pertaining to an update on the Information Security Improvement Program (ISIP) Plan in response to the Information Technology (IT) Security Risk Assessment. In 2016/17 the Office of Internal Audit engaged Deloitte to conduct an IT Security Risk Assessment focused on five specific IT units within Memorial University: St. John’s Campus, Grenfell Campus, Marine Institute, Faculty of Medicine and the Centre for Health Information and Analytics. The objective was to identify and assess the University’s current cybersecurity posture and risks across its critical IT functions and units.

Update on Information Security Improvement Program (ISIP) Plan in response to Information Technology (IT) Security Risk Assessment

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

B. Reappointment of University External Auditors

The Board received background information and approved the extension of the appointment of Ernst and Young LLP as the University's external auditor for fiscal year 2018/19 and as outlined in the background documentation.

C. Integrated Risk and Assurance Framework

The Board received for information the Integrated Risk and Assurance Framework. The Board was advised that at a meeting held on June 28, 2018, the Audit and Risk Committee received a presentation from Ms. Jennifer Dove, University Auditor with regard to the Integrated Risk and Assurance Framework. This Framework documents the assessment of risk based on internal and external assurance results. The Framework is used to reflect integration between risk and assurance and is a tool used in assessing the University's control environment and determining priorities.

D. Offshore Safety and Survival Centre

The Board received for information a background summary pertaining to the Offshore Safety and Survival Centre. At the request of Marine Institute management, the Office of Internal Audit partnered with the Office of the Chief Risk Officer to investigate an incident that occurred at the Offshore Safety and Survival Center (OSSC) during a Basic Survival Training (BST) course. An executive summary of the findings and recommendations were outlined in the background documentation.

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

The Board was informed that at a meeting held on June 28, 2018, the Audit and Risk Committee of the Board of Regents approved the appointments to the Memorial University Recreation Complex (MURC) Board of Directors as outlined in the background documentation and as follows:

- Mr. Liam O'Neill as the Memorial University of Newfoundland Students' Union representative for a term of one year effective July 5, 2018;
- Mr. Meisam Amani as the Graduate Students' Union representative for a term of one year effective July 5, 2018; and
- Ms. Clara Doane as the Marine Institute Students' Union representative for a term of one year effective July 5, 2018.

**6537. 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. Construction Packages CP-1 and CP-1A have been fully executed and are complete. The scope of CP-2 has been included in the CP-3R contract. 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. University Buildings Strategy

The Board received background information, endorsed the campus space rationalization concept and agreed that work continue to refine the concept and the University Buildings Strategy as outlined in the background documentation.

C. Amendments to Memorial University's Traffic and Parking Regulations

The Board received background information and approved the proposed additions and amendments to the MUN Traffic and Parking Regulations as outlined in the background documentation. It is understood that the amendments to the Memorial University Traffic Regulations will be effective upon the date of official gazetting by the Queen's Printer.

D. Naming the listed rooms located in the Faculty of Medicine in recognition of philanthropic support to the Faculty's "Building a Healthy Tomorrow" fundraising campaign

The Board received background information and approved the naming of the listed rooms located in the Faculty of Medicine in recognition of philanthropic support to the Faculty's *Building a Healthy Tomorrow* fundraising campaign as outlined in the background documentation and as follows:

<b>Naming Recognition</b>	<b>Room Number</b>
<i>Dr. Lee Errett Boardroom</i>	Boardroom 2M314
<i>Dr. Margaret Steele Teaching Clinic (Dean 2016-present)</i>	Teaching Clinic 1M225
<i>Drs. Asoka and Mallika Samarasena Teaching Clinic</i>	Teaching Clinic 1M227
<i>Dr. James Rourke (Dean 2004-2016) and Dr. Leslie Rourke Teaching Clinic</i>	Teaching Clinic 1M228
<i>Ravalia Teaching Clinic</i>	Teaching Clinic 1M240
<i>Dr. Jeremy Pridham and Dr. Gillian Peters Teaching Clinic</i>	Teaching Clinic 1M226
<i>Dr. Jack Hand Legacy Foundation Teaching Clinic</i>	Teaching Clinic 1M229
<i>Gwendolyn Fagan Teaching Clinic</i>	Teaching Clinic 1M230

E. Increase in the Provincial Rate of Tax on the Core Science Facility (CSF) Project – also considered by the Finance Committee

This item was considered under the report of the Finance Committee as outlined in the Minute 6539.A below.

**6538. 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 May 10, 2018 noting that the actions have been taken under delegated authority as provided for in the Terms of Reference for the Human Relations Committee.

C. Update: Compensation review for Senior Administrative Management (SAM) positions

The Board received background information and endorsed the overarching values applying to the Compensation Review for Senior Administrative Management positions as outlined in the background documentation.

E. Appointment of the Dean of the School of Human Kinetics and Recreation

The Board received background information and approved the appointment of Dr. Linda Rohr as Dean of the School of Human Kinetics and Recreation effective September 1, 2018 for a five-year term and as outlined in the background documentation.

F. Reappointment of Associate Vice-President (Academic and Student Affairs) Marine Institute

The Board received background information and approved the reappointment of Dr. Rob Shea as Associate Vice-President (Marine Institute) Academic and Student Affairs effective July 5, 2018 for a five-year term and as outlined in the background documentation.

G. Extension to the appointment of the Executive Director, Office of the Board of Regents

The Board received background information and approved the extension of the appointment of Mr. Glenn Collins to the position of Executive Director, Office of the Board of Regents, on an interim part-time basis to March 31, 2019 and as outlined in the background documentation.

**6539. FINANCE COMMITTEE**

A. Increase in the Provincial Rate of Tax on the Core Science Facility (CSF) Project – also considered by the Campus Planning and Development Committee

The Board received background information and approved the establishment of a separate project account of \$5.2M to fund the adjustments necessary to maintain the Core Science Facility (CSF) global project budget of \$325M as a result of the increase in the Harmonized Sales Tax rate from 13% to 15% on July 1, 2016 and as outlined in the background documentation.

B. Actuarial valuation of the Memorial University Pension Plan as at December 31, 2017

The Board received background information and accepted the actuarial valuation of the Memorial University Pension Plan performed as at December 31, 2017 and as outlined in the background documentation.

**CLOSED SESSION – DISCUSSION AGENDA**

**6540. AUDIT AND RISK COMMITTEE**

A. Semi-annual Risk, Insurance, Environmental Health and Safety (EHS) and Emergency Management (EM) Update

The Board received and reviewed background information pertaining to the semi-annual Risk, Insurance, Environmental Health and Safety (EHS) and Emergency Management (EM) update.



Semi-annual Risk, Insurance, Environmental Health and Safety (EHS) and  
Emergency Management (EM) Update (cont'd)

Board members were advised that the Office of the Chief Risk Officer (OCRO) provides a semiannual report to the Board of Regents on the Risk, Insurance, Environmental Health and Safety and Emergency Management programs of the University. As provided in the background documentation, some key changes for the insurance program include a reduction in the University's property policy insurance premium; and a new Cyber Insurance policy introduced in 2017. The strategic risks of the University have had no change in risk ratings, while additional controls and key risk indicators have been updated. The EHS and EM programs have continued to advance and grow in 2018.

Mr. Bradbury then advised that at a meeting held on June 28, 2018, and during discussion of the Enterprise Risk Management current risk ratings for the top risks at Memorial, it was agreed that a workshop on risks such as enrolment management, infrastructure and financial sustainability outlining how these risks and risk ratings were derived and what is being done to manage each risk be provided to the Committee at a future meeting.

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

**6541. HUMAN RELATIONS COMMITTEE**

A. Update on Collective Bargaining for the six (6) Support Staff Collective Agreements

The Board received and reviewed background information pertaining to an update on the collective bargaining for the six (6) Support Staff Collective Agreements.

Board members were advised that the six (6) staff Collective Agreements are:

		# of Employees	Expiry Date
CUPE 1615	Administrative, Instructional, Technical and Technical Support Personnel	904	March 31, 2016
NAPE 7801	Maintenance	155	March 31, 2016
NAPE 7804	Custodial	129	March 31, 2016
NAPE 7803	Campus Enforcement and Patrol	48	March 31, 2016
NAPE 7850	MI Support Staff	148	March 31, 2016
NAPE 7405	MI Instructors and Technical Assistants	217	August 1, 2016

It was noted that negotiations have not yet commenced with either NAPE or CUPE.

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

B. Update on Collective Bargaining for the four (4) Collective Agreements negotiated by Faculty Relations

The Board received and reviewed background information pertaining to an update on collective bargaining for the four (4) Collective Agreements negotiated by Faculty Relations.

Board members were advised that the four (4) Collective Agreements are:

		# of Employees	Expiry Date
LUMUN	Per Course Instructors (PCIs)	260	August 31, 2016
LUMUN	Post Doctoral Fellows (PDFs)	75	August 31, 2016
TAUMUN	Teaching Assistants (TAs)	705	August 31, 2017
MUNFA	Faculty Member	870	August 31, 2017

Negotiations commenced with PCIs in April 2017; PDFs in July 2017; TAs in March 2018 and MUNFA in December 2017.

Board members were advised that at a meeting held earlier in the day, the Human Relations Committee received a thorough and detailed presentation from Mr. Steve Dodge, Director of Human Resources, with regard to the Staff Collective Agreements. In addition, Mr. Geoff Williams, Director of Faculty Relations and Mr. Ian McKinnon, Associate Director (Acting) of Faculty Relations, provided a presentation to the Human Relations Committee with respect to an update on collective bargaining for the four collective agreements negotiated by Faculty Relations.

Ms. Allan noted that the Human Relations Committee discussed the collective bargaining process for the six support staff collective agreements and the four collective agreements being negotiated by Faculty Relations. The Committee acknowledged the need for the Board to be familiar with the implications of the collective bargaining process as events unfold and for the Board to be proactive and nimble in order to provide oversight of the process. As a result, the Human Resources Committee agreed to recommend that the Executive Committee be prepared to exercise its authority as provided for in its Terms of Reference which reads as follows:

“To act for the Board on any matter within the jurisdiction of the Board pursuant to The Memorial University Act, where decisions are required to be made and action taken between regularly scheduled meetings of the Board of Regents”

The Board endorsed this course of action noting that updates on collective bargaining will be provided as developments occur.

**6542. FINANCE COMMITTEE**

- A. Annual audited Consolidated Financial Statements for Memorial University of Newfoundland and the Annual Audit Report from the External Auditors for the Fiscal Year ended March 31, 2018

The Board received and reviewed the annual audited consolidated financial statements for Memorial University of Newfoundland and the annual audit report from the external auditors for the fiscal year ended March 31, 2018.

Ms. Petten then welcomed to the meeting Ms. Deborah Collis, Director of Financial and Administrative Services who provided a presentation on the audited financial statements for Memorial University of Newfoundland and the Annual Audit Report from the External Auditors for the fiscal year ended March 31, 2018.

Board members were advised that the report of the external auditors on the annual audited consolidated financial statements of the University as at March 31, 2018 has been received and was reviewed by the Board's Audit and Risk Committee. The external auditors found the consolidated financial statements to present fairly the financial position of the University as at March 31, 2018, the results of the operations and its cash flows for the year then ended in accordance with Canadian public sector accounting standards. There were no qualifications in the report of the external auditors.

The financial statements have been prepared based on the assumption that the Provincial Government has granted an extended exemption to the going concern funding requirement of the Pension Benefits Act (1997) [PBA]. The University received this exemption for the period April 1, 2015 to March 31, 2017, thereby allowing deferral of the 2015/16 and 2016/17 special payments against the Plan's unfunded liability and has now requested it for the period April 1, 2017 to March 31, 2018. It is anticipated this exemption will be received in the fall.

In the unlikely event this exemption is not received, the University will be required to fund the annual amount due for the PBA requirement and the liability will be recorded in the University's financial statements. A special meeting of the Board will be called to approve these statements.

Annual audited Consolidated Financial Statements for Memorial University of Newfoundland and the Annual Audit Report from the External Auditors for the Fiscal Year ended March 31, 2018 (cont'd)

After a discussion, the following resolution was passed:

**RESOLVED:**

That the Board of Regents approve the audited Memorial University of Newfoundland consolidated financial statements for the fiscal year ended March 31, 2018 pending the University receiving from the Provincial Government an exemption from the requirement of the Pensions Benefits Act (1997) to make a going concern special payment in respect of the period April 1, 2017 to March 31, 2018 and as outlined in the background documentation.

B. Annual audited Financial Statements for the Memorial University Pension Plan for the Fiscal Year ended March 31, 2018

The Board received and reviewed background information pertaining to the Annual Audited Financial Statements for the Memorial University Pension Plan for the Fiscal Year ended March 31, 2018.

Ms. Collis noted that the external auditors found the financial statements to present fairly the net assets available for benefits of the Pension Plan as of March 31, 2018, 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.

These financial statements are prepared based on the assumption that the Provincial Government has granted the going concern funding exemption requested by the University related to the requirement to make a going concern special payment in respect of the period April 1, 2017 to March 31, 2018.

After a discussion, the following resolution was passed:

**RESOLVED:**

That the Board of Regents approve the Memorial University Pension Plan audited financial statements for the fiscal year ended March 31, 2018 pending the University receiving from the Provincial Government an exemption from the requirement of the Pensions Benefits Act (1997) to make a going concern special payment in respect of the period April 1, 2017 to March 31, 2018 and as outlined in the background documentation.

**6543. CAMPUS PLANNING AND DEVELOPMENT COMMITTEE**

A. Naming of Memorial's Site on Signal Hill

The Board received and reviewed background information pertaining to the naming of Memorial's site on Signal Hill.

Board members were advised that substantial completion of the main construction of the Battery Facility was June 30, 2018 with full completion to follow in July 2018. The Battery Facility Executive Committee, through the work of the Battery Facility Communications Committee has developed a naming recommendation for Memorial University's site on Signal Hill. A formally approved name that is different from the working name, Battery Facility, is essential to marketing planning for the University's public engagement hub and academic conference centre, which is scheduled to open to the public in Fall 2018. During the early Battery public consultation process, there was a clear indication from the residential neighbors that "The Battery" is the name of that neighborhood, with a stated preference that it not be adopted by the University as the long-term name of the facility.

The process to develop the site name included alignment with the University's Naming Policy and followed similar, past naming processes. Purpose, place and position within the University's brand were guiding criteria. National and international recognition were second-level criteria. A broad consultation was undertaken with internal and external stakeholders which provided consistent feedback on the recommendation (a listing of groups invited to consultations was provided in the background documentation as Appendix A).

Ultimately, the consultation resulted in two recommended naming variations. All those consulted reacted positively to having the word "Signal" in the name. Two recommended naming variations were prepared for two recommended names (the draft visual identities was provided in the background documentation as Appendix B). All those consulted reacted positively to having the word "Signal" in the name.

Using the word "campus" received positive response and most participants expressed that it was appropriate given the planned development of the site. Using the campus designation in the site name has strategic advantages in that existing and future facilities on the site could be individually named for philanthropic considerations. This recommended approach also highlights a need for a wider University conversation to develop definitions and guidelines for campus/location naming.

The Vice-Presidents Council considered the matter and has recommended to the President, who accepted this recommendation, that "Signal Hill Campus" be selected as the preferred name.

Naming of Memorial's Site on Signal Hill (cont'd)

After a discussion, the following resolution was passed:

**RESOLVED:**

That the Board of Regents approve the naming of Memorial's site on Signal Hill as "Signal Hill Campus" and as outlined in the background documentation.

B. Naming of a portion of the Battery Facility of Memorial University in recognition of a significant contribution

The Board received and reviewed background information pertaining to the naming of a portion of the Battery Facility of Memorial University of Newfoundland in recognition of a significant contribution.

Board members were advised that Memorial has come to an agreement with Emera Inc. for a \$7M contribution (sponsorship). Memorial proposes to invest the lump sum \$7M contribution in its pooled investment fund to maximize income from that investment, allowing it to grow to \$15M in approximately 12 years (based on performance history of Memorial's pooled fund). This amount therefore fully secures the Battery renovation loan, and frees up the Battery Facility revenue stream to be utilized instead to support the innovation and entrepreneurship programming, including but not limited to, the Memorial Centre for Entrepreneurship, the Centre for Social Enterprise, and the Genesis Evolution (student) program.

Because of the contribution's connection to the funding of the Battery Facility and its impact on innovation and entrepreneurship programming at Memorial, it is being proposed to name the external envelope of the Battery Facility excluding the graduate residences as the Emera Innovation Exchange, pending approval by the Board of Regents. The envelope is described in Schedule A of the contribution agreement as provided in the background documentation.

The naming of facilities within this envelope are not included in the naming rights, except that the agreement does include an exclusivity clause, described in the agreement, preventing naming of any internal physical space in recognition of contributions by donors that are direct competitors of Emera or their affiliates. As per the agreement, the proposed naming cannot interfere with the business of the units who are tenants of the Battery, nor can it interfere with the work of Memorial's students and faculty.

Naming of a portion of the Battery Facility of Memorial University in recognition of a significant contribution (cont'd)

The amount of the contribution is consistent with the amount required to name the space as per Memorial University of Newfoundland's Naming Opportunities Policy, and is commensurate with donor-based naming of similar facilities at other universities. This naming has a 25 year term as per Memorial University's Policy on Naming Opportunities, beginning on the date of receipt of the lump sum contribution.

After a discussion, the following resolution was passed:

**RESOLVED:**

That the Board of Regents approve the naming of the indicated Battery Facility space as the "Emera Innovation Exchange" and as outlined in the background documentation. It is understood the naming shall remain confidential until such time as an appropriate public announcement can be made.

**6544. 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 October 3, 2018.

**ADJOURNMENT**

The meeting adjourned at 5:00 p.m.

\_\_\_\_\_  
CHAIR

\_\_\_\_\_  
SECRETARY

\_\_\_\_\_  
DATE