

MEMORIAL UNIVERSITY OF NEWFOUNDLAND

BOARD OF REGENTS

The regular meeting of the Board of Regents was held on Thursday, July 4, 2019 at 3:00 p.m. in Room B-2007A, Signal Hill Campus, and via teleconference.

PRESENT:

Ms. Iris Petten, Chair
Mr. Denis Mahoney, Vice-Chair
Dr. Noreen Golfman, Provost and Vice-President (Academic)
Ms. Michelle Baikie
Mr. Glenn Barnes
Mr. Robert Bishop
Mr. Mark Bradbury
Dr. Bud Davidge
Ms. Cathy Duke
Mr. Brandon Ellis, via teleconference
Mr. John Gibbons
Dr. Rex Gibbons
Ms. Katharine Hickey
Mr. Doug Letto
Ms. Karen McCarthy
Ms. Donna Rideout, via teleconference
Ms. Eleanor Swanson
Mr. Dennis Waterman
Ms. Tina Scott, Secretary to the Board

APOLOGIES:

Apologies were received from Dr. Gary Kachanoski, Dr. Susan Dyer Knight, Ms. Margaret Allan, Ms. Catherine Rowsell, Mr. George Saunders.

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.

6627. MEETING CALLED TO ORDER

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

Before beginning the business of the Board, Ms. Petten noted that unfortunately, for the first time since Dr. Gary Kachanoski became President of Memorial University in 2010, he was unable to join the meeting of the Board. In doing so she noted that Dr. Kachanoski shared his personal news regarding his illness with all members of the University community on Friday, June 28th.

6628. 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 12.3 "Report of the Sub-Committee of VPC: Four Year Budget Framework" to the Closed Discussion Agenda.

Mr. Bradbury declared a conflict with Agenda Item 12.1 "Actuarial valuation of the Memorial University Pension Plan as at December 31, 2018" and Agenda Item 12.2 "Going Concern Special Payment Funding for the Memorial University Pension Plan".

The agenda was then approved by the Board.

6629. MINUTES

The Minutes of the regular meeting of the Board of Regents held on May 9, 2019 were approved by the Board.

6630. CHAIR'S REPORT

A. Meeting of the Executive Committee – June 19, 2019

The Chair noted that the Executive Committee met on June 19, 2019 to finalize and fine tune the agenda for today's meeting of the Board.

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

With that in mind at a meeting held on June 19, 2019, the Committee exercised its authority to act on behalf of the Board and approved the appointment of Dr. Karen Goodnough as the Dean of the Faculty of Education effective September 1, 2019.

B. Resignation of Mr. Fred Cahill and Ms. Sarah Stoodley

The Chair noted for the information of the Board the resignation of Ms. Sarah Stoodley effective May 16, 2019 and Mr. Fred Cahill effective June 19, 2019. The Chair, on behalf of the Board, acknowledged with sincere gratitude the valuable service given by Ms. Stoodley and Mr. Cahill to the University during their term of office on the Board.

6631. PRESIDENT'S REPORT

A. President's Update of Activities

The Chair noted the absence of Dr. Kachanoski from today's meeting and requested that members who may have had questions regarding the activities of the President since the May 2019 meeting, to forward them to the Chair or the Board Secretary.

OPEN SESSION - CONSENT AGENDA

It was moved by Mr. Letto, seconded by Ms. Hickey and carried that the consent agenda, as recommended by the appropriate Board Committee and comprising the resolutions listed in 6631 through 6633 be approved as outlined below.

6632. SENATE MATTERS

A. Senate matters with implications for the Board of Regents (February 12, 2019) – Approval of Calendar Changes

The Board received and reviewed background information pertaining to the Senate matters with implications for the Board of Regents arising from the Senate meeting held on February 12, 2019 and approved the Calendar changes as outlined in the background documentation.

B. Senate matters with implications for the Board of Regents (May 14, 2019) - Approval of amendments to the Constitution and By-Laws of the Faculty Council, Faculty of Science

The Board received and reviewed background information pertaining to the Senate matters with implications for the Board of Regents arising from the Senate meeting held on May 14, 2019 and approved the amendments to the Constitution and By-Laws of the Faculty Council, Faculty of Science.

6633. CAMPUS PLANNING AND DEVELOPMENT COMMITTEE

A. Update on Capital Projects

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

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

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

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

PROJECTS ON HOLD	
1	Petroleum Engineering Building
2	Research Archival Facility

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

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

B. Transportation Strategy

The Board received for information an update regarding the transportation strategy. At meetings of the Board held in December 2016 and March 2017, updates were provided on two items relating to the University's overall parking and transportation challenges. These included a Universal Transit Pass (U-Pass) 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. In March 2017 the Board of Regents provided direction to the administration to advance both initiatives as they relate to the University's overall transportation strategy.

Transportation Strategy (cont'd)

At the March 2019 Board of Regents meeting, a recommendation to not proceed with a U-Pass program for Memorial was approved. Following this decision, on May 31, 2019, representatives from the provincial government, Memorial University, City of St. John's, Metrobus, and Eastern Health met to discuss next steps for a potential transit terminal. At the meeting, it was decided that the group will continue to examine the potential for a new terminal as there is a pressing need to improve public transit and associated infrastructure with the current public transit services. The group will continue to evaluate the two preliminary site locations on campus and will begin exploring project scoping and consultant requirements. University administration will also continue to work with Metrobus to understand the parameters of potential federal funding opportunities, such as the Investing in Canada Infrastructure Program.

6634. AUDIT AND RISK COMMITTEE

A. Report of the External Auditors – Results of the 2019 Audit

The Board received background information and approved the “Report of the External Auditors – Results of the 2019 Audit” and as outlined in the background documentation.

B. Enterprise Risk Management Policy – Risk Management Framework Schedule

The Board Committee received background information and approved the changes to the Enterprise Risk Management Framework as outlined in the background documentation as Appendix A.

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 Mr. Mahoney, seconded by Ms. Baikie and carried that the consent agenda, comprising the resolutions listed in 6634 through 6638 below be approved as follows:

6635. AUDIT AND RISK COMMITTEE

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

The Board was informed that at a meeting held on July 3, 2019, the Audit and Risk Committee of the Board of Regents approved the appointments to the Memorial University Recreation Complex (MURC) Board of Directors effective July 6, 2019, as outlined in the background documentation and as follows:

- Ms. Ashley Mills as MUNSU Representative for one-year term;
- Ms. Elanor Dillabough Vice-President of Academics, Marine Institute Students' Union (MISU), as MISU representative for a one-year term;
- Mr. Qiao Kang as the Graduate Students' Union (GSU) Representative for a one-year term; and
- Mr. Liam O'Neill, Executive Director of External Affairs, Communications and Research, Memorial University of Newfoundland Students' Union (MUNSU), reappointed as MUNSU Representative for a one-year term.

B. Appointments to Genesis Group Board of Directors

The Board was informed that at a meeting held on May 2, 2019, the Audit and Risk Committee of the Board of Regents approved the appointments to the Genesis Group Board of Directors effective July 1, 2019 for a two-year term, as outlined in the background documentation and as follows:

- Mr. Fred Cahill as Community Representative; and
- Ms. Sherry Walsh as Community Representative.

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

The Board received for information an update on the Information Security Improvement Program (ISIP) Plan in response to 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 (ITS), 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. It was noted that since the last reporting period, progress has been made in the areas that align with the three key recommendations identified in the Audit Report and as outlined in the background documentation.

D. Annual Internal Audit Summary Report 2018-19

The Board received for information from the University Auditor the Annual Internal Audit Summary Report 2018-19. The Annual Internal Audit Summary report summarizes the audit work completed during the year. For the fiscal year ending March 31, 2019, three audit reports and one investigation have been issued for a total of sixteen audit recommendations. This report provides information related to the audit findings, the status of remediation on open recommendations and other services conducted by the Office of Internal Audit during the year.

6636. CAMPUS PLANNING AND DEVELOPMENT COMMITTEE

A. Core Science Facility (CSF) Status Update

The Board received for information the Core Science Facility (CSF) Status Update. All major construction packages for the CSF have now been awarded. The third and final major construction package, CP-3R, was awarded to Marco Services Limited on April 25, 2017 and is currently being executed. The CSF global project budget remains at \$325M and substantial completion will be achieved by April 25, 2020, to be ready for a September 2020 opening. 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.

The Board approved the revision to the Core Science Facility Responsibility and Authority Matrix to confirm that Board of Regents authorization is required for any costs beyond the project's \$325M performance budget and as outlined in the background documentation.

B. Energy Performance Contract (EPC) Annual Report to Government

The Board received for information the Energy Performance Contract (EPC) Annual Report to Government. At its July 2016 meeting, the Board of Regents approved the Phase 2 expansion of the Energy Performance Contract. This Phase 2 expansion is being executed through a self-funded EPC from energy savings over a 20 year period. The EPC includes \$28.4M in energy efficiency upgrades to over 65 buildings on the St. John's and Grenfell campuses. These upgrades address approximately \$6M in deferred maintenance liability that otherwise would have to be addressed through separate funding. Provincial government approval to proceed with the EPC program was received in May 2017. This approval came with the requirement for annual reporting to include outcomes of the contract and the status of the repayment of all financing, including principal and interest payments. Accordingly, administration has drafted the 2018-2019 annual report, which will be submitted to government. A copy of the report was provided in the background documentation for information purposes.

C. University Buildings Strategy

The Board received background information and agreed to support the University Buildings Project concept and as provided in the background documentation. In addition, the Board approved commencement of project spending of up to \$5M to engage a consultant.

6637. 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 9, 2019, noting that the actions have been taken under delegated authority as provided for in the Terms of Reference for the Human Relations Committee.

C. Update on Collective Bargaining for the three remaining Collective Agreements at Memorial University

The Board received for information an update on collective bargaining for the three (3) remaining Collective Agreements at Memorial University. The three (3) staff Collective Agreements are as follows:

		<u># of Employees</u>	<u>Expiry Date</u>
CUPE 1615	Administrative, Instructional, Technical and Technical Support Personnel	904	March 31,2016
NAPE 7850	MI Support Staff	148	March 31,2016
NAPE 7405	MI Instructors and Technical Assistants	217	August 1, 2016

6638. FINANCE COMMITTEE

A. Actuarial Valuation of the Memorial University Pension Plan as at December 31, 2018

The Board received background information and approved the actuarial valuation of the Memorial University Pension Plan performed as at December 31, 2018 and as outlined in the background documentation.

B. Going concern special payment funding for the Memorial University Pension Plan

The Board received background information and approved the resolution regarding the Going Concern and Solvency Special Payments for the Memorial University Pension Plan which included approval that a request be made to the Provincial Government to:

- i) extend the pension plan Solvency funding exemption; and
- ii) seek deferral of the 2018/19 Going Concern special payment.

6639. EXECUTIVE COMMITTEE

A. Transitioning to a New Vision – Marine Institute in 2041 ‘To the World’ Progress Update

The Board received for information the “Transitioning to a New Vision – Marine Institute in 2041 ‘To the World’ Progress Update”. For the past couple of years, the Marine Institute has found itself at the ‘crest of a development wave’ as Vision 2020, its vision statement and strategic plan, which has guided its development since 2005 nears its end. To be ready for this, in 2017/18 the Institute decided to undertake a new strategic planning process and develop the next vision for the Institute of the future.

The development process for the Marine Institute’s next vision began in earnest in winter 2018 with the formation of a Steering Committee to guide the visioning process. Composition of the Steering Committee includes representatives both internal and external to the Marine Institute. In addition, an internal Planning Committee, comprised of faculty and staff from around the Institute was formed to provide day-to-day support to the development of the vision, including information and data gathering, consultations and other activities. The membership for the Steering and Planning Committees was provided in the background documentation as Appendix A.

Transitioning to a New Vision – Marine Institute in 2041 ‘To the World’ Progress Update (cont’d)

In spring 2018, following a request for proposals process, consulting firm Higher Education Strategy Associates (HESA) was selected to provide guidance and support to the development of the next vision and its first five-year implementation plan. HESA’s first task was a comprehensive internal and external review, including a detailed assessment of Vision 2020 to identify the progress toward achieving the goals and objectives outlined in that plan, identify any outstanding items that are still relevant and should be included in the Next Vision. HESA concluded that the implementation of Vision 2020 has been successful with 85% of the 90 individual action items identified in the 2015 implementation plan already accomplished or on-track to be accomplished. This document is available at www.mi.mun.ca/vision/. HESA has also been working on an environmental scan of the Marine Institute’s operating environment, which is nearing completion.

Throughout the fall of 2018 and winter 2019, HESA has been consulting with internal and external groups, in individual meetings, small focus groups, as well as larger town halls. A list of groups consulted was provided in the background documentation as Appendix B. There was also the opportunity for individuals to provide feedback via an online survey or through a dedicated HESA email address. Initially, these consultations were focused on reviewing the progress toward Vision 2020, but as the plans began to take shape and information was gathered, the focus of the conversations shifted to the Marine Institute of the future.

Remaining elements of the project include the finalization of the environmental scan, defining the Marine Institute’s next vision and the development of the first five-year implementation plan. It is expected that these documents will be finalized over summer 2019. HESA will meet with the Steering and Planning Committees in late summer to approve the remaining documentation. The finalized plans will be presented to the Marine Institute Industry Advisory Committee in early fall and the Board of Regents at the October meeting. The launch of the Next Vision and first five-year implementation plan will occur through presentations to the Marine Institute and Memorial communities in late October or early November.

B. Proposed Collaborative Structure for the Office of the Board of Regents

The Board received background information and endorsed the concept of the proposed collaborative structure for the Office of the Board of Regents as outlined in the background documentation and endorsed the request that the Office of the President initiate the appropriate steps to implement the above-noted structure for the Office of the Board of Regents.

CLOSED SESSION – DISCUSSION AGENDA

6640. FINANCE COMMITTEE

A. Report of the Sub-Committee of the Vice-Presidents Council: Four year Budget Framework

The Board received for information the report of the Sub-Committee of the Vice-President Council: Four Year Budget Framework. The Board was advised that at a meeting held on July 2, 2019, the Finance Committee received a presentation from Dr. Greg Naterer, Dean, Faculty of Engineering and Applied Science and Chair of the Vice-Presidents Council Budget Framework Committee with regard to the “Four-Year Budget Framework”.

Following an extensive discussion, it was agreed to refer this Report back to VPC to take account of discussions by the Board and its Committees and to outline a proposal on the way forward, including the intersection of this report with submissions to the Post-Secondary Education Review (PSER) and future budget proposals.

B. University Budget 2019-20

The Board received and reviewed background information pertaining to the University Budget 2019-20.

Board members were advised that the University has received its grant from the Department of Advanced Education, Skills and Labour, and the Department of Health and Community Services for the Fiscal Year 2019-20. There were no further reductions to the grants above the changes announced in previous budgets.

Highlights and recommendations resulting from the Provincial Government funding from the Department of Advanced Education, Skills and Labour were included in the 2019-20 Operating Budget Report, a copy of which was provided in the background documentation. Changes in the Provincial Government funding from the Department of Health and Community Services will be provided in the 2019-20 Faculty of Medicine Budget which will be presented at the October Board Meeting.

The funding changes and measures contained in the Report have been the subject of significant consultations with various groups within the University Community including:

University Budget 2019-20 (cont'd)

- Senate
- Senate Planning and Budget Committee
- Vice President's Council (VPC)
- Integrated Planning Committee
- VPC Four-Year Budget Framework Committee
- Deans of Faculties
- Directors of Academic Support and Administrative Units
- Student Unions

The impact of the budget changes will be significant with a 0.92% budget reduction (\$3.4 million in the current year) to be applied to all academic and administrative units. The budget reduction is the result of the government grant reduction and unavoidable inflationary costs. The Voluntary Retirement Program (VRP) savings have been allocated to faculty renewal and to cover the one-time costs of the program. Because of ongoing negotiations with the unions and government, the \$3.4 million reduction does not include the anticipated \$8.0 to \$10.0 million reduction required to cover the annual pension plan payment.

After a discussion, the following resolution was passed:

RESOLVED:

That the Board of Regents approve the budget for the fiscal year 2019-20 as presented in the 2019-20 Operating Budget Report (excluding the Faculty of Medicine) and as outlined in the background documentation.

- C. Introduction of an application fee of \$40 for Undergraduate and the Master of Music programs in the School of Music

The Board received and reviewed background information pertaining to the introduction of an application fee of \$40 for Undergraduate and the Master of Music programs in the School of Music.

Board members were advised that Memorial University's School of Music is one of Canada's leading professional music programs. Admission to each of the School's programs is by direct entry and entails a demanding and competitive process. The School offers two undergraduate degree programs with the following application deadline of January 15:

- Bachelor of Music (B. Mus)
- Bachelor of Music and Bachelor of Business Administration (B. Mus/BBA)

Introduction of an application fee of \$40 for Undergraduate and the Master of Music programs in the School of Music (cont'd)

In addition, it offers three graduate degrees; however, only one of which, the Master of Music (M. Mus), with an application deadline of December 15, is relevant for this proposal. With the combination of the three above mentioned programs, the School of Music can typically offer admissions to 60 students; offers are based on availability in faculty studios. The application intake for 2020 will commence on October 15, 2019.

Following the receipt of applications, the School of Music begins the laborious process of scheduling live auditions that take place in late February and early March. The School offers live auditions for the aforementioned degree programs in three locations: Toronto, Halifax and St. John's, which requires renting venues in Halifax and Toronto. In 2019 the School of Music received a total of 105 undergraduate applications and 39 graduate applications for the Master of Music. A total of 83 live auditions and various diagnostic tests were scheduled with the remainder of applicants sending distance audition videos.

The cost of conducting admissions in 2019 was approximately \$11,000, which excludes additional hours required by faculty and staff. The approximate cost of \$11,000 includes travel, venue rentals, hosting, guest artist costs (for audition panels, proctors and the Faculty gala, when necessary), piano tuning and other miscellaneous costs.

Similar to other Faculties and Schools at Memorial (as provided in the background documentation as Table 1), which have an application fee in addition to the general application processing fee, the School of Music is proposing a non-refundable \$40 application fee to assist with offsetting expenses incurred by vetting applicants. It is estimated that the \$40 application fee will generate approximately \$5,600 (140 applications @ \$40 per application). The School of Music recognizes that the application fee will not offset the total amount of expenses incurred during the admissions cycle. Following consultation with faculty, there were concerns that a proposed application fee, coupled with the already existing general application processing fee, may dissuade potential applicants in applying. Taking this into consideration, the School of Music wishes to implement the \$40 fee for 2020 applications. The School of Music will further survey applicants to determine what, if any, impact the application fee has had. If successful, the School of Music will look to increase the fee at a later time to increase revenue to offset application costs.

Introduction of an application fee of \$40 for Undergraduate and the Master of Music programs in the School of Music (cont'd)

Table 1 – List of Memorial University Faculties/Schools with Application Fees in addition to the General Application Processing Fee

Program	Fee
Bachelor of Technology	\$300
Bachelor of Maritime Studies	\$300
School of Pharmacy	\$125 (Canadian Applicants) \$175 (International Applicants)

A jurisdictional scan of Schools and Faculties of Music across Canada revealed that the majority of Memorial's direct competitors request an application fee. The institution application fee as well as the music program specific application fee were outlined in the background documentation in Table 2. The School of Music understands its primary competitors to be the following Schools: University of Toronto, McGill University, Western University and Mount Allison University.

Introduction of an application fee of \$40 for Undergraduate and the Master of Music programs in the School of Music (cont'd)

Table 2 – Application Fees for Schools and Faculties of Music across Canada

INSTIUTION	INSTITUTION APPLICATION FEE (undergraduate)	MUSIC PROGRAM APPLICATION FEE (undergraduate)	TOTAL FEE (undergraduate)	INSTITUTION APPLICATION FEE (graduate)	MMUS APPLICATION FEES (graduates)
Memorial University	\$60 (Canadian) \$120 (International)	\$0	\$60/\$120	\$60 (Canadian) \$120 (International)	--
Acadia University	\$40	\$0	\$40	--	--
University of British Columbia	\$70.50 (Canadian) \$118.50 (International)	\$70.50	\$141/\$189	\$104.00 (Canadian) \$168.25 (International)	--
Dalhousie University	\$70	\$0	\$70	\$115	No comparative grad program
McGill University	\$110.40	\$67.96	\$178.36	\$110.29	\$66.17 audition fee
Mount Allison University	\$50	\$0	\$50	No grad program	--
University of Ottawa	OUAC fee + \$88*	\$50	\$206/\$294	\$100	--
University of Toronto	OUAC fee + \$90*	\$60 (per instrument)	\$216/\$306	\$120	\$75 audition fee

*OUAC (Ontario Universities Application Center) Fees: Applicants currently enrolled in an Ontario high school pay a base fee of \$156, which includes applications to three Ontario universities. Students not applying directly from an Ontario High School pay in addition fees (University of Ottawa \$88, University of Toronto \$90, Western University \$90). This fee is related to the increased work required to manage these applications as student's academic information is not sent directly to the university via the OUAC in a digital format. Ex. A NL resident applying to the University of Toronto (Music) would pay \$156 (OUAC) + \$90 (in addition) + \$60 (music program fee) = \$306.

After a discussion, the following resolution was passed:

RESOLVED:

That the Board of Regents approve the introduction of a non-refundable application fee of \$40 for the following programs: Bachelor of Music (B. Mus), Bachelor of Music and Bachelor of Business Administration (B. Mus/BBA), and the Master of Music (M. Mus) in the School of Music effective July 4, 2019.

D. 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, 2019

The Board received and reviewed background information pertaining to 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, 2019.

The Chair then welcomed to the meeting Ms. Debbie 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, 2019.

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, 2019 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, 2019, 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 and to the solvency funding requirement of the *Pension Benefits Act (1997)* [PBA]. The University received the going concern funding exemption for the period April 1, 2015 to March 31, 2018, thereby allowing deferral of the 2015/16, 2016/17 and 2017/18 special payments against the Plan's unfunded liability and has now requested it for the period April 1, 2018 to March 31, 2019. The University's solvency funding exemption ended December 31, 2018. Details concerning the Going Concern Special Payment Funding are outlined in the Minute 6637.B above.

After a discussion, the following resolution was passed:

RESOLVED:

That the Board of Regents approve the draft audited Memorial University of Newfoundland consolidated financial statements for the fiscal year ended March 31, 2019, pending the conclusion of arrangements regarding going concern and solvency requirements of the PBA.

E. Annual audited financial statements for the Memorial University Pension Plan for the fiscal year ended March 31, 2019

The Board received and reviewed background information pertaining to the annual audited financial statements for the Memorial University of Newfoundland Pension Plan for the fiscal year ended March 31, 2019.

Board members were advised that the external auditors found the financial statements (a copy of which was provided in the background documentation) to present fairly the net assets available for benefits of the Pension Plan as of March 31, 2019, and the changes in net assets available for benefits for the year then ended in accordance with Canadian generally accepted accounting principles. It was noted that 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 related to the requirement to make a going concern special payment in respect of the period April 1, 2018 to March 31, 2019 and the solvency funding exemption.

After a discussion, the following resolution was passed:

RESOLVED:

That the Board of Regents approve the draft Memorial University of Newfoundland Pension Plan audited financial statements for the fiscal year ended March 31, 2019, pending the conclusion of arrangements regarding going concern and solvency requirements of the Pension Benefits Act (1997).

6641. CAMPUS PLANNING AND DEVELOPMENT COMMITTEE

A. Naming and Brand Framework for the Holyrood Marine Base Facility

The Board received and reviewed background information pertaining to the naming and brand framework for the Holyrood Marine Base facility.

Board members were advised that the Marine Institute's Holyrood Marine Base facility is the portal to the ocean for the Memorial University community for innovative oceans education and research. It enables the Institute and the wider Memorial University community to undertake critical at-sea, in- water and sub-sea education and training activities and has increased collaboration with other institutions, agencies and industry.

Though the facility has been known as the Holyrood Marine Base since it was established in 2010, a new name and brand framework is needed to reshape the Holyrood Marine Base's reputation beyond a physical marine base to that of a centerpiece for discovery, cooperation and knowledge and technology transfer for the global ocean technology sector.

Naming and Brand Framework for the Holyrood Marine Base Facility (cont'd)

The Marine Institute worked with a consultant to articulate a new vision, brand platform and name for future operations in Holyrood. The process considered alignment with the University's naming policy, broad consultations with internal and external stakeholders, and current and future positioning in the oceans sector (a list of consultations was provided in the background documentation as Appendix A). The outcome of this process is a recommendation for the facility to be named 'The Launch,' an abstract concept that balances the idea of a starting point (whether that's with new ideas or research, collaborations or partnerships, or business initiatives) with a connection to common marine/ocean infrastructure. It also has a strong connection to Memorial's motto *Provehito in Altum* (launch forth into the deep). 'The Launch' will be the portal to the sea for Memorial and the oceans community. It will be where vessels, lifeboats, remotely operated vehicles, research projects and careers are launched. Additional details regarding the considerations, brand narrative and strategy were provided in the background documentation as Appendix B.

At its meeting on June 18, 2019, Vice Presidents Council endorsed the name 'The Launch' and the associated brand strategy.

After a discussion, the following resolution was passed:

RESOLVED:

That the Board of Regents approve the naming of the facility in Holyrood as "The Launch" and the associated brand strategy and as outlined in the background documentation.

6642. EXECUTIVE COMMITTEE

- A. Senate matters with implications for the Board of Regents (May 14, 2019): Approval of the awarding of the title Professor Emeritus to retired members of the faculty

The Board received background information pertaining to the Senate matters with implications for the Board of Regents arising from the Senate meeting held on May 14, 2019 and approved the awarding of the title of Professor Emeritus to the following retired members of the faculty:

Dr. Ali Engin Aksu, Faculty of Science
Dr. John T. Brosnan, Faculty of Science
Professor Mary Dalton, Faculty of Humanities and Social Sciences
Dr. Bill Driedzic, Faculty of Science
Dr. Stuart Durrant, Faculty of Humanities and Social Sciences
Professor Douglas House, Faculty of Humanities and Social Sciences

Senate matters with implications for the Board of Regents (May 14, 2019):
Approval of the awarding of the title Professor Emeritus to retired members of the
faculty (cont'd)

Professor Barb Hunt, School of Fine Arts
Dr. Dennis Kimberley, School of Social Work
Dr. Leonard Lye, Faculty of Engineering and Applied Science
Dr. Ray A. Poirier, Faculty of Science
Dr. Robert Sweeny, Faculty of Humanities and Social Sciences
Dr. Ramachandran Venkatesan, Faculty of Engineering and Applied
Science
Dr. Christine Way, Faculty of Nursing

B. Decision of the ad hoc Committee to consider an Appeal

The Board received and reviewed background information pertaining to the decision of the ad hoc Committee to consider an Appeal.

Board members were advised that at a meeting held on December 6, 2018, the Board of Regents established an ad hoc Committee to consider an appeal as outlined in the background documentation. At that time, the Board granted the Committee authority to establish its own procedures and to render a decision in this appeal as long as the procedure and the decision were in compliance with all provisions of the MUN Act.

Additionally, the Board requested the ad hoc Committee to provide a written report of its deliberations and decisions to the Board of Regents for information at a future meeting of the Board. In response to this request from the Board, a copy of the Decision of the ad hoc Committee was provided in the background documentation.

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

C. Ad hoc Sub-Committee of the Executive Committee on the Post-Secondary Education Review

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

Board members were advised that on March 27, 2018, the Government of Newfoundland and Labrador delivered its annual budget speech. In it, government announced that it would appoint a committee of experts to undertake a system-wide review of the province's post-secondary education system and that Memorial University would play a key role. Additional information regarding the 2018 Post-Secondary Education Review may be viewed by visiting the Office of the President's website at <https://www.mun.ca/president/home/pse-reviews/2018pse-review.php>.

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

At a meeting held on October 3, 2018, the Board of Regents received a verbal update with regard to the Post-Secondary Education (PSE) Review. Subsequently, members of the Board were invited to review the draft guiding terms of reference for this review and to provide any comments to the Executive Committee. The comments received were included in the University response to Government. On May 9, 2019, a Post-Secondary Education Review Workshop of the Board was held whereby presentations with respect to the 2004-05 Post-Secondary Education (PSE) Review were provided as well as an overview of the preparations for the current PSE review.

At a meeting held on June 19, 2019, the Executive Committee received a request from the Chair of the Committee of Experts with the Public Post-Secondary Education Review to meet with the Chair and Vice-Chair of the Board of Regents.

The Executive Committee is now recommending that an ad hoc Sub-Committee of the Executive Committee be established to oversee the preparation of a response to the PSE Review and to be the main liaison with the Committee of Experts on behalf of the Board and the University Administration. It is also recommended that the sub-committee consist of both members of the Board and the University Administration with appropriate resources to support its work. The sub-committee will be guided by a defined process and due diligence but will also require flexibility and nimbleness.

After a discussion, the following resolution was passed:

RESOLVED:

That the Board of Regents approve the appointment of a Sub-Committee on the Post-Secondary Education Review as outlined above. The Secretary to the Board will issue a call for volunteers from members of the Board and the Board membership for this Sub-Committee will be determined by the Chair following consultation with the Governance Committee. The President and Vice-Chancellor will be asked to determine a process to select and appoint members of the Administration to this ad hoc Sub-Committee.

Further, the Board approved the mandate and membership structure of the Sub-Committee on the Post-Secondary Education Review as follows:

Mandate

- (a) Oversee the preparation of the official response to the Post-Secondary Education Review from the administration and the Board of Regents of Memorial University.

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

(b) Recommend this response for approval by the Board of Regents or by the Executive Committee of the Board if a more timely response is required.

(c) Serve as the main liaison with the Committee of Experts on behalf of the Board and the University Administration

Membership Structure to consist of:

- Three members of the Board
- Three members of the University Administration

Ex-officio non-voting members:

- Mr. Glenn Collins, Interim Executive Director, Office of the Board of Regents
- Mr. Morgan Cooper, General Counsel
- Ms. Tina Scott, Secretary to the Board
- Ms. Paula Dyke, Associate Director, Communications, Marketing and Communications

Additional individuals may be invited by the ad hoc Committee to attend meetings in a non-voting capacity as necessary.

6643. PRESIDENTIAL SEARCH COMMITTEE

A. Presidential Search Committee (2019)

The Chair provided a verbal update with regard to the Presidential Search Committee (PSC).

In doing so, the Chair noted that since the May 9th Board meeting, the Presidential Search Committee met on two occasions. Also since that time, public consultation sessions were held from May 22 – 28, 2019 at the St. John's Campus, Marine Institute, Grenfell Campus and the Labrador Institute. She noted that there was great interest in the consultations and close to 300 responses were received from external stakeholders and via an online survey.

The job ad and candidate brief are in the final stages and will be finalized with ads to be placed in approximately two weeks.

Ms. Petten thanked those alumni, students, faculty, staff and members of the wider community for their participation in the consultation process

6644. 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 Wednesday, October 2, 2019.

ADJOURNMENT

The meeting adjourned at 4:55 p.m.

CHAIR

SECRETARY

DATE