

MEMORIAL UNIVERSITY OF NEWFOUNDLAND

BOARD OF REGENTS

The regular meeting of the Board of Regents was held on Thursday, October 22, 2015 at 3:00 p.m. in the Junior Common Room, R. Gushue Hall and via teleconference.

**PRESENT:**

Ms. Iris Petten, Chair  
Dr. Gary Kachanoski, President and Vice-Chancellor  
Dr. Noreen Golfman, Provost and Vice-President (Academic)  
Mr. Steve Belanger  
Mr. Robert Bishop  
Mr. Matthew Brockel  
Ms. Pat Coish-Snow  
Ms. Mary Cormier  
Ms. Michelle Daye  
Mr. Rick Dillon  
Ms. Colleen Galgay-Johnston  
Ms. Katharine Hickey  
Mr. Jim Keating  
Ms. Kim Keating  
Mr. Denis Mahoney  
Mr. Asan Mohideen, via teleconference  
Dr. Vinod Patel  
Mr. Max Rice, via teleconference  
Mr. Tony Roche  
Mr. George Tucker  
Ms. Tina Scott, Secretary to the Board

**APOLOGIES:**

Mr. Mark Bradbury, Ms. Patricia Dicker, Dr. Susan Dyer Knight, Mr. John Hogan, Mr. Bill Matthews, Ms. Kathleen Roul.

**PRESENT BY INVITATION:**

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

**6252. MEETING CALLED TO ORDER**

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

**6253. APPROVAL OF THE AGENDA**

Following approval of the agenda, Ms. Petten provided members and those present by invitation with the opportunity to declare if they were in a conflict of interest position or a potential conflict of interest position with regard to any agenda items.

**6254. MINUTES**

The Minutes of the regular meeting of the Board of Regents held on September 10, 2015 were approved by the Board.

**6255. CHAIR'S REPORT**

A. Meeting of the Executive Committee

The Chair advised that the Executive Committee met on October 9, 2015 to finalize the agenda for today's meeting.

B. Resignation of Mr. Matthew Brockel

The Chair noted for the information of the Board the resignation of Mr. Matthew Brockel, Grenfell Campus Students' Union representative, effective October 23, 2015. The Chair, on behalf of the Board, acknowledged with sincere gratitude the valuable service given by Mr. Brockel to the University during his term on the Board.

C. Amendment to the minutes of the meeting held on July 9, 2015

The Chair reminded the Board that at its meeting held on July 9, 2015, the Board approved an "Increase in Graduate Student Tuition Fees" as well as an "Increase in Tuition for students in the program of studies leading to the Doctor of Medicine (M.D.) for 2016-17" (Minutes Item 6233 C. and D. respectively). At the meeting held on October 9, 2015, the Executive Committee was advised that the background information provided to the Board contained errors and it was proposed that the minutes be edited to correct those errors as follows:

*"C. Increase in Graduate Student Tuition Fees*

*"The Board received and reviewed background information pertaining to an increase in graduate student tuition fees.*

Amendment to the minutes of the meeting held on July 9, 2015 (cont'd)

*... Continuance fees: Program continuance fees per semester for citizens of Canada and permanent residents entering prior to September ~~2014~~ 2004 remain unchanged, and students enrolled prior to September ~~2014~~ 2004 will be grandfathered.*

*Program continuance fees per semester for citizens of Canada and permanent residents, and international students entering September 2004 or later, will increase by the already established percentage increase against total program fees...*

*D. Increase in Tuition for students in the program of studies leading to the Doctor of Medicine (M.D.) for 2016-17*

*The Board Committee received and reviewed background information pertaining to an increase in tuition for students in the program of studies leading to the Doctor of Medicine (M.D.) for 2016-17.*

*Table 1: M.D. Program Tuition fees*

<i>Annual Tuition fee for Citizens of Canada and Permanent Residents</i>	<i>Proposed Fee per semester Annual Tuition fee for Citizens of Canada and Permanent Residents</i>
<i>\$6,250</i>	<i>\$8,250</i>

*...”*

Following discussion at that meeting, and in view of the necessity to publish the above-noted information, the Executive Committee, acting on behalf of the Board of Regents, approved the corrections for these errors to the July 9, 2015 Board minutes as noted above.

**D. Tours for Board members**

The Chair noted that at a meeting held on October 9, 2015, the Executive Committee reviewed requests regarding potential tours for members of the Board. It was agreed that the Board Chair seek feedback from Board members at today’s meeting (for instance, should tours be arranged outside of Board day, at the end of Board day, should destination tours be arranged? etc.). The Chair noted that Board members should forward suggestions to the Board Secretary who will then take the matter back to the Governance Committee to finalize arrangements.

E. Divest MUN – Fossil Fuel Divestment Request for Memorial University of Newfoundland

The Chair reviewed a message dated October 15, 2015 from “Divest MUN” along with an official request from the group entitled “Fossil Fuel Divestment Request for Memorial University of Newfoundland”. This matter will be brought to the attention of the Executive Committee at its next meeting to be scheduled in mid to late November.

**6256. PRESIDENT’S REPORT**

A. President’s Update of Activities

Dr. Kachanoski provided the Board with a written summary of his activities and events since the September 2015 Board meeting and he provided the Board more detail and context on many of these activities.

Dr. Kachanoski then reviewed with the Board developments regarding a recent student accommodation matter.

B. Enrolments and Registrations for the Fall 2015 Semester

The Board received and reviewed an enrolments and registration progress report for the Fall 2015 Semester.

**CONSENT AGENDA**

Noting that the items were dealt with in detail in meetings of the appropriate committees, it was moved by Mr. Keating, seconded by Ms. Daye and carried that the consent agenda, comprising the resolutions listed in 6257 through 6261 below be approved as follows:

**6257. AUDIT AND RISK COMMITTEE**

A. Summary of Corporate Governance Checklists provided by Separately Incorporated Entities for the 2014/15 Fiscal Year

The Board received background information pertaining to the summary of Corporate Governance Checklists provided by Separately Incorporated Entities for the 2014/15 fiscal year. On an annual basis, each separately incorporated entity is required to complete a Corporate Governance Checklist for presentation to the Board of Regents. The checklist provides assurance to the Board that each SIE has maintained all annual corporate filings, has appropriate insurance coverages, and has provided copies of their audited financial statements and annual report (if appropriate) along with disclosure of any identified material liabilities or contingent liabilities of the corporation. A summary of the responses of each SIE to the checklist questions was provided in the background documentation.

Summary of Corporate Governance Checklists provided by Separately Incorporated Entities for the 2014/15 Fiscal Year (cont'd)

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

B. Summary of Memorial University of Newfoundland's Corporate Governance Checklist for the 2014/15 Fiscal Year

The Board received background information pertaining to the summary of Memorial University of Newfoundland's Corporate Governance Checklist for the 2014/15 fiscal year. Memorial University has completed a Corporate Governance Checklist for the fiscal year 2014/15, a copy of which was provided in the background documentation. The checklist provides assurance to the Board of Regents that Memorial University has maintained all applicable corporate filings, has appropriate insurance coverages, and has provided copies of its audited financial statements and annual report along with disclosure of any identified material liabilities or contingent liabilities of the University.

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

C. Audit Plan – Audit of Annual Financial Statements for 2015-16

The Board received background information and approved the audit plan for the University's annual financial statements for the fiscal year ending March 31, 2016 and as outlined in the background documentation.

D. Human Resource Management System Improvement Project (also on the Human Relations agenda)

The Board received background information and agreed to the addition of \$600,000 to the original internal loan for the Human Resource Management System (HRMS) improvement project and agreed that one additional year of savings be directed to its repayment as outlined in the background documentation.

E. Status of Open Internal Audit Recommendations as at September 30, 2015

The Board received for information, the "Status of Open Internal Audit Recommendations as at September 30, 2015" and was advised that monitoring the implementation progress of open internal audit recommendations helps establish accountability for internal control activity. It also provides an opportunity to assess the effectiveness of the action taken to mitigate risk to an acceptable level. The Office of Internal Audit has performed limited-scope follow-up audit procedures to determine the status of open recommendations. The results of the follow-up procedures were provided in the background material.

F. Appointment to the Board of Memorial University Recreation Complex Inc. (MURC)

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

- Ms. Kylie Beals appointed for a one-year term as the Memorial University of Newfoundland Students' Union (MUNSU) representative effective October 16, 2015.

**6258. CAMPUS PLANNING AND DEVELOPMENT COMMITTEE**

A. Project Execution Plan for the Core Science Facility

The Board received for information the "Project Execution Plan for the Core Science Facility". At the March 12, 2015 meeting of the Board, it was requested that a Project Execution Plan be provided at the July 9, 2015 Board meeting. This Plan was intended to outline the processes and procedures to be followed for the duration of the Core Science Facility project. In response to that request, a presentation was made and a workshop was held on June 26, 2015 with members of the Board of Regents. At the July 9, 2015 Board meeting it was requested that priority sections of the Project Execution Plan be completed and approved by December 3, 2015. An updated version of the Project Execution Plan which addresses these priority sections and provides other new project information was provided in the background documentation for the Board's review and discussion. It was noted that this matter will be brought back to the Board at its December 3, 2015 meeting and members were invited to submit questions and/or suggestions to Ms. Ann Browne, Associate Vice-President (Facilities).

B. Core Science Facility Status Update

The Board received background information pertaining to an update regarding the Core Science Facility. At the March 12, 2015 meeting of the Board, detailed information around project governance was provided, and this information included an Approval Timeline and a Four-Stage Approval Process Table (copies of which were provided in the background documentation). In accordance with the timeline, design development of 95% was reached in May 2015.

Also, at the March 12, 2015 meeting of the Board, it was requested that a Project Execution Plan be provided at the July 9, 2015 Board meeting. This Plan was to outline the processes and procedures to be followed for the duration of the Core Science Facility project. In response to this request, a workshop related to the Project Execution Plan was held on June 26, 2015 with members of the Board.

Core Science Facility Status Update (cont'd)

Approval was granted at the May 7, 2015 meeting of the Board to Tender for Building Foundations. In accordance with the Approval Timeline, the Provincial Government also provided its approval in June 2015 to Tender for Building Foundations, and this tender was issued in August 2015. Also in accordance with the Approval Timeline, the Board of Regents at its July 9, 2015 meeting approved the awarding of the Tender for Foundations, as well as the issuing and awarding of tender(s) to proceed with and award the remainder of the Core Science Facility project, subject to the following conditions:

- Completion and approval of priority sections of the Project Execution Plan by December 3, 2015
- Tender prices not exceeding 5% of pre-award estimates
- Approval from the Government of Newfoundland and Labrador

Since the last Board meeting the project team has continued to update planning documents and advance the project according to the direction received. Most notably during this time the Construction Package 1A (CP-1A) Foundations tender has been awarded and the prequalification process for Construction Package 2 (CP-2) Structural Steel and Construction Package 3 (CP-3) Main Building has concluded. In addition, a project Open House was hosted for the Memorial University community in mid-September. In accordance with the Project Execution Plan, a summary project scorecard has been included to provide an update on various aspects of the project a copy of which also provided in the background documentation.

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

C. Update on Capital Projects

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

Projects in Progress

St. John's Campus

- Residence Renovations
- Newfoundland & Labrador Centre for Interdisciplinary Research in Human Genetics and Faculty of Medicine Building Extension, HSC
- Aboriginal Centre
- Core Science Facility
- Battery Property
- Clock Tower Modifications
- Pedways over Prince Phillip Drive – East and West

Update on Capital Projects (cont'd)

Marine Institute

- Holyrood Marine Base – Phase IIA Breakwater, Marginal Wharf and Restoration of Existing Wharf

Grenfell Campus

- Energy Strategy

Projects in Planning Stages

St. John's Campus

- Faculty of Engineering and Applied Science – Mechanical Engineering High Bay Laboratory
- Faculty of Engineering and Applied Science – Petroleum Engineering Building
- Animal Resource Centre
- Faculty of Arts Research Archival Facility
- Redevelopment of Reid Theatre

Marine Institute

- Holyrood Marine Base – Phase IIB Ocean Research and Training Building

Grenfell Campus

- Child Care Facility

Projects in Early Stages

- Faculty of Medicine – Redevelopment of Existing Space
- Storage Facility, Mount Scio Road

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

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

**6259. HUMAN RELATIONS COMMITTEE**

A. Report on Academic Appointments

The Board received the Report on Academic Appointments for the St. John's and Grenfell Campuses for actions taken since September 10, 2015 noting that the actions have been taken under delegated authority as provided for in the Terms of Reference for the Human Relations Committee.

B. Senior Leadership Position vacancies and upcoming renewals

The Board received for information a status update regarding senior leadership position vacancies and their associated recruitment status and senior leadership positions held by academic administrators which may be renewed.

C. Appointment of Associate Vice-President (Marine Institute) Administration and Finance

The Board received background information and agreed to the recommendation for the appointment of the Associate Vice-President (Marine Institute) Administration and Finance as outlined in the background documentation. It is understood this appointment will remain confidential until a formal announcement is made at a later date.

D. Human Resources Annual Report

The Board received for information the Human Resources Annual Report. The Department of Human Resources has produced an annual report for the period of April 1, 2014 - March 31, 2015. This is the third annual report submitted by the Department of Human Resources. The report outlines key activities and achievements that occurred throughout the fiscal year and demonstrates the department's commitment to accountability and service to the institution. Included in the report is an overview of major initiatives undertaken by Human Resources in the 2014-2015 fiscal year and a summary of activities in the areas of recruitment, labour relations, job evaluation, compensation, pension and benefit administration, learning and development, and policy development. The report builds upon the strategic roadmap developed during the 2013-2014 fiscal year and offers commentary as to progress the department has made in achieving its goals as well as providing insight into further areas of development.

**6260. FINANCE COMMITTEE**

A. Annual Budget Submission to the Provincial Government for fiscal years ending March 31st, 2017, 2018 and 2019

The Board received background information and agreed to the budget submission for the University and the preparation of the Faculty of Medicine Budget for submission to the Provincial Government for fiscal years ending March 31, 2017, 2018 and 2019, and as outlined in the background documentation.

B. Highlights of the Annual Investment Sub-Committee Report of the Endowed, Non-endowed and Specifically Invested Trust Funds for the Fiscal Year ended 2015

The Board received for information the highlights of the Annual Investment Sub-Committee Report of the Endowed, Non-Endowed and Specifically Invested Trust Funds for the Fiscal Year Ended March 31, 2015. The Investment Sub-Committee prepares an Annual Report for the Finance Committee of the endowed, non- endowed and specifically invested trust funds for the previous fiscal year. The highlights of this Annual Report were provided in the background documentation. It was further noted that additional information is available in the complete Annual Investment Sub-Committee Report of the Endowed, Non-Endowed and Specifically Invested Trust Funds for the Fiscal Year Ended March 31, 2015.

C. Human Resource Management System Improvement Project (also on the Audit and Risk Committee agenda)

This item was also considered under the Audit and Risk Committee as outlined in the Minute 6257.D. above.

**6261. SENATE MATTERS**

A. Senate Matters with implications for the Board of Regents (September 8, 2015)

The Board received background information pertaining to the Senate matters with implications for the Board of Regents arising from the Senate meeting held on September 8, 2015 and agreed with the amendments to the Constitution of the Academic Council of the School of Music and as outlined in the background documentation.

**DISCUSSION AGENDA**

**6262. GOVERNANCE COMMITTEE**

A. Board of Regents Meeting Dates and Related Considerations – 2016

The Board received and reviewed background information pertaining to the Board of Regents meeting dates for 2016 and related considerations.

Board of Regents Meeting Dates and Related Considerations – 2016 (cont'd)

After a discussion, the following resolution was passed:

**RESOLVED:**

1. The decision to attend Board and Committee meetings in person, via teleconference or videoconference should be left to the discretion of individual Board members taking into account their personal and work schedules; the agenda for the Board and its Committees; weather and travel considerations; planned tours, presentations and events such as Convocation; and the participation of the Board member in those meetings and events.

It was also agreed to investigate establishing protocols regarding the use of teleconference and/or videoconference equipment to allow for more inclusive meetings.

2. The current practice of combining the Board social with the Convocation reception should continue in order to provide an opportunity for the Board to interact with members of the University and wider community. In recognition of the importance of the social and business considerations of scheduling each Board social appropriate to the occasion, it was agreed that this decision be left to the discretion of the Board Chair following appropriate consultation (usually with the Executive Committee).
3. Whenever feasible, the Board should normally meet at each of the campuses (St. John's, Grenfell Campus, Marine Institute) at least once per year.
4. It was agreed to combine the September and October meetings into one meeting in early October to occur on the day before the October Convocation at Grenfell Campus. Further, that the Board meeting dates for 2016 be as follows:

February 4, 2016

March 17, 2016

May 19, 2016 – *Note: This meeting is scheduled one week later than normal to accommodate the change of location from Grenfell Campus to St. John's.*

July 7, 2016

October 5, 2016 (to coincide with Fall Convocation at the Grenfell Campus taking place on Thursday, October 6<sup>th</sup>)

December 1, 2016 - *optional depending on the nature and urgency of agenda items or as a strategic planning meeting or session.*

B. Appointment of the Student Representative from the Marine Institute Students' Union

The Board received and reviewed a recommendation from the Marine Institute Students' Union (MISU) for the appointment of Ms. Danielle Milley as its representative on the Board of Regents.

After a discussion, the following resolution was passed:

**RESOLVED:**

That the Board of Regents accept the nomination of Ms. Danielle Milley as requested by the Marine Institute Students' Union (MISU) as its representative on the Board of Regents and recommend her appointment to the Lieutenant-Governor in Council for a term in accordance with Section 22(2)(d) of the Memorial University Act.

C. Appointment of the Student Representative from the Grenfell Campus Students' Union

The Board received and reviewed a recommendation from the Grenfell Campus Students' Union (GCSU) for the appointment of Mr. Jaime Geraldo as its representative on the Board of Regents.

After a discussion, the following resolution was passed:

**RESOLVED:**

That the Board of Regents accept the nomination of Mr. Jaime Geraldo as requested by the Grenfell Campus Students' Union (GCSU) as its representative on the Board of Regents and recommend his appointment to the Lieutenant-Governor in Council for a term in accordance with Section 22(2)(d) of the Memorial University Act.

**6263. PRESENTATIONS TO THE BOARD**

A. Presentation – Strategic Research Intensity Plan – Progress Report 2014-2015

Dr. Richard Marceau, Vice-President (Research), provided the Board with a presentation entitled “Strategic Research Intensity Plan – Progress Report 2014-2015”.

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

B. Presentation – Alumni Affairs and Development – A Decade of Strategic Fundraising

The Chair welcomed Dr. Penny Blackwood, Executive Director, Alumni Affairs and Development and Ms. Jennifer O’Neill, Associate Director, Development who provided the Board with a presentation entitled “Alumni Affairs and Development – A Decade of Strategic Fundraising”.

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

**6264. ANY OTHER BUSINESS**

A. Date of Next Meeting

The Chair advised that the next regular meeting of the Board of Regents is tentatively scheduled to be held on December 3, 2015.

**ADJOURNMENT**

The meeting adjourned at 5:25 p.m.

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CHAIR

\_\_\_\_\_  
SECRETARY

\_\_\_\_\_  
DATE