

**MEMORIAL UNIVERSITY OF NEWFOUNDLAND**

**BOARD OF REGENTS**

The regular meeting of the Board of Regents was held on Thursday, October 18, 2012, at 4:00 p.m., in the Board Room of the University, Room A-2029.

**PRESENT:**

Mr. Robert E. Simmonds, Chair  
Dr. Gary Kachanoski, President and Vice-Chancellor  
Dr. David Wardlaw, Provost and Vice-President (Academic)  
Ms. Sheila Ashton  
Mr. Steve Belanger  
Mr. Gilbert Bennett  
Ms. Pat Coish-Snow  
Ms. Mary Cormier  
Mr. Brian Dalton, via teleconference  
Ms. Michelle Daye  
Ms. Pegi Earle  
Mr. Rex Gibbons  
Mr. Jim Hickey  
Mr. Jim Keating  
Ms. Kim Keating  
Mr. Bill Matthews  
Mr. Asan Mohideen  
Dr. Vinod Patel  
Mr. Tony Roche  
Ms. Kathleen Roul  
Ms. Eleanor Swanson  
Mr. George Tucker  
Mr. Edmund Walsh  
Mr. Michael Walsh, via teleconference  
Ms. Tina Scott, Secretary

**APOLOGIES:** Chancellor Susan Dyer Knight, Ms. Noreen Greene-Fraize, Ms. Meghan McCarthy, Dr. Luke Pike, Ms. Donna Stone.

**PRESENT BY INVITATION:**

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

**5926. MEETING CALLED TO ORDER**

The meeting was called to order at 4:00 p.m. by Mr. Simmonds, Chair.

**5927. APPROVAL OF THE AGENDA**

The agenda for the meeting was approved.

Following approval of the agenda, Mr. Simmonds 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.

**5928. MINUTES**

The Minutes of the regular meeting of the Board of Regents held on September 6, 2012 were approved by the Board.

**5929. CHAIR'S REPORT**

A. Executive Committee

Mr. Simmonds advised that the Executive Committee met on September 28, 2012 to finalize the agenda for today's Board meeting.

B. Appointment of new Chancellor

Mr. Simmonds advised that on September 26, 2012, the University welcomed the newly appointed Chancellor of Memorial University, Dr. Susan Dyer Knight. Dr. Knight is the seventh Chancellor of Memorial University. Dr. Knight has been involved with this University in various capacities over the years and is very familiar with the University. Dr. Knight is an honorary degree recipient and alumna of Memorial University. She was also named the university's Alumna of the Year in 2000 and is involved in music education at the University and beyond. Mr. Simmonds noted that Dr. Knight is currently traveling and therefore would not be attending today's meeting. At the request of Dr. Knight, Mr. Simmonds conveyed her regrets for today's meeting.

Mr. Simmonds then acknowledged General Rick Hillier who resigned as Chancellor as of August 31, 2012 and on behalf of the Board, thanked him for his outstanding contribution to the University during his term as Chancellor from 2008 to 2012. In doing so, Mr. Simmonds proposed and the Board unanimously agreed to the adoption of the following resolution:

**RESOLVED:**

That the Board of Regents of Memorial University of Newfoundland acknowledges with sincere gratitude and appreciation the outstanding contribution rendered to the University by General Rick Hillier (ret'd) during his term as Chancellor from July 2008 to August 2012.

C. Revision to the Policy regarding the *Reallocation and Renewal of Canada Research Chairs (CRCs) at Memorial University*

Mr. Simmonds reminded members that at a meeting held on July 5, 2012, the Board approved the new policy for the Reallocation and Renewal of Canada Research Chairs. Subsequent to this approval, it was decided by the Provost and Vice-President (Research) that a section of the policy should also address a possible reduction in the University's CRC allocation. Mr. Simmonds noted that since the Executive Committee acts as the Board Policy Committee, he was reporting this amendment. Further information regarding the amendment was provided in the background information.

Following a discussion, the following resolution was passed:

**RESOLVED:**

That the Board of Regents approve the new section of the CRC Policy and the revision of its name to be the "Policy for the Reallocation, Renewal and Reduction of Canada Research Chairs (CRCs) at Memorial University which reflects this change.

**5930. PRESIDENT'S REPORT**

A. Core Science Facility

Dr. Kachanoski provided an update with respect to the Core Science Facility. In doing so he noted with pleasure that on October 11, 2012, the Provincial Government announced significant funding support for the development of new core sciences infrastructure at Memorial University. He further noted that in addition to high-end facilities for the Faculty of Science, the core sciences infrastructure plan includes additional growth for the Faculty of Engineering and Applied Science and that consultations on the new core sciences facility site options are currently underway seeking the input of the University community.

Dr. Kachanoski also provided the Board with highlights of his recent activities since the September 2012 Board meeting.

B. Final Registration progress Report for the Fall 2012 semester as of September 19, 2012

The Board received and reviewed the final registration progress report for the Fall 2012 semester as of September 19, 2012 outlining positive growth in overall enrolments and registrations as of that date.

**CONSENT AGENDA**

Noting that the items were dealt with in detail in meetings of the appropriate committees, it was moved by Ms. Earle, seconded by Ms. Roul and carried that the consent agenda, comprising the resolutions listed in 5931 through 5933 below be approved as follows:

**5931. FINANCE COMMITTEE**

- A. Removal of the Master of Nursing Nurse Practitioner (MNNP) Program “Special Program Fee” of \$12,000

The Board received background information and agreed to the removal of the Master of Nursing Nurse Practitioner (MNNP) “special program fee” of \$12,000.

**5932. CAMPUS PLANNING AND DEVELOPMENT COMMITTEE**

- A. Update on Progress of Capital Projects

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

St. John’s Campus

- New Residence
- Residence Renovations
- Newfoundland & Labrador Centre for Interdisciplinary Research in Human Genetics and Faculty of Medicine Building Extension, HSC
- Ocean Science Centre - Cold Water Supply
- Dr. Jack Clark Building and the S.J. Carew Building expansions
- Queen’s College upgrade
- Aboriginal Centre
- Core Sciences Facility

Grenfell Campus

- Academic Building Atrium
- New Residence
- Environmental Research Laboratories Enhancement

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

**5933. HUMAN RELATIONS COMMITTEE**

- A. Appointments Report

The Board received the Appointments Report for actions taken since September 6, 2012 noting that the actions have been taken under delegated authority as provided in the Terms of Reference for the Human Relations Committee.

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

- B. Appointment of Ms. Donna Hardy-Cox as Acting Dean of the School of Social Work

The Board received background information and agreed with the appointment of Ms. Donna Hardy-Cox as Acting Dean of the School of Social Work effective October 1, 2012 for a period of one year or until a permanent Dean of Social Work is appointed, whichever comes first with additional details as outlined in the report of the Human Relations Committee.

C. Extension of Appointment of Dr. Grant Gardner as Associate Vice-President (Academic)

The Board received background information and agreed with the extension of appointment of Dr. Grant Gardner as Associate Vice-President (Academic) for a two month period and as outlined in the Report to the Board of Regents dated October 18, 2012.

**DISCUSSION AGENDA**

**5934. AUDIT AND RISK COMMITTEE**

A. Audit Plan - Audit of Annual Financial Statements for 2012-13

The Board received and reviewed background information pertaining to the Audit Plan - Audit of Annual Financial Statements for 2012-13. Members of the Board were advised that the proposed plan to audit the Annual Financial Statements for 2012-13, as outlined in the background documentation, outlines the process to be undertaken by Ernst and Young LLP with respect to the external audit of all Memorial University of Newfoundland accounts, including the Pension Plan. Mr. Decker noted that at a meeting held earlier today, the Audit and Risk Committee received a full presentation on the Audit Plan from representatives of Ernst and Young LLP.

Following a discussion, the following resolution was passed:

**RESOLVED:**

That the Board of Regents approve the audit plan for the University's annual financial statements for the fiscal year ended March 31, 2013.

B. Internal Audit Status Report - October 2012

The Board received and reviewed background information pertaining to the Internal Audit Status Report - October 2012.

The Board was advised that since the May 2012 update, five internal audits have concluded, with reports being presented to the Vice-Presidents' Council: Legislative Compliance - Memorial University Act; Fixed Assets - Department of Biology; Fixed Assets - Faculty of Medicine; Fixed Assets - Office of Collaborations and Partnerships; Faculty Research and Education Trust Accounts (FRET) - Faculty of Science, and: Faculty Research and Education Trust Accounts (FRET) - Office of Research. Throughout the audit process, no improprieties were found; however, areas of risk have been identified and recommendations have been provided to reduce or eliminate these risks. In total, those audit reports contained 26 recommendations.

It was further noted that the Internal Audit unit is currently engaged in work with respect to nine other projects. A final report will be forwarded to the Vice-Presidents' Council for review with respect to each project as it is completed. In addition, meetings have been held during the past month to effect the change in reporting structure for Internal Audit consistent with the adoption of the Internal Audit Activity Charter.

Internal Audit Status Report - October 2012 (cont'd)

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

C. Summary of Corporate Governance Checklists provided by Separately Incorporated Entities for 2011/12 Fiscal Year

The Board received and reviewed background information pertaining to the summary of "Corporate Governance Checklists" provided by Separately Incorporated Entities for the 2011/12 Fiscal Year.

The Board was advised that 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.

It was noted that these summaries were discussed in detail at a meeting of the Audit and Risk Committee held earlier in the day.

**5935. FINANCE COMMITTEE**

A. Annual Budget submission to the Provincial Government for fiscal years ending March 31, 2014, 2015 and 2016

The Board received and reviewed background information pertaining to the annual budget submission to the Provincial Government for fiscal years ending March 31, 2014, 2015 and 2016.

Members of the Board were reminded that at the September 2012 meeting, it reviewed the University's operating and capital budget submissions. The submission was subsequently revised to break out the Marine Institute component into a separate section, otherwise it remained unchanged. The Budget Submission Summary was provided in the background documentation.

The Strategic Initiatives section of the submission has now been completed. Strategic initiatives represent requests to the Province for major changes in programs and infrastructure. In 2011 there were three requests including Core Science Infrastructure renewal, expansion of the Faculty of Engineering and Applied Science and expansion of the Marine Institute. Funding for the initial year's expenditures for all three was provided and it was noted that the Administration will request continuation of these initiatives.

Annual Budget submission to the Provincial Government for fiscal years ending March 31, 2014, 2015 and 2016 (cont'd)

For 2012, the University will be requesting funding to consolidate the Schools of Nursing at Eastern and Western Regional Health Boards with the Memorial University Faculty of Nursing and to plan infrastructure for Nursing, Pharmacy and Social Work, and Animal Care. Consolidation of nursing education in the Province has been a stated policy direction of the Province since the White Paper on Post-Secondary Education was issued in 2006. A copy of the funding request was also provided in the background documentation.

Following a discussion, the following resolution was passed:

**RESOLVED:**

That the Board of Regents approve the budget submissions for the University and Faculty of Medicine to the Provincial Government for fiscal years ending March 31, 2014, 2015 and 2016.

B. Highlights of the Annual Investment Committee Report on the Performance of the Endowed and Non-Endowed Funds for the Fiscal Year ended March 31, 2012

The Board received and reviewed background information pertaining to the highlights of the *Annual Investment Committee Report on the Performance of the Endowed and Non-Endowed Funds for the Fiscal Year ended March 31, 2012*.

Mr. Decker advised that on an annual basis, the Investment Committee prepares an Annual Report for the Finance Committee on the performance of the endowed and non-endowed funds for the previous fiscal year a copy of which was provided in the background documentation.

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

**5936. CREATION OF A CENTRE FOR EXCELLENCE IN CHORAL MUSIC**

The Board received and reviewed background information pertaining to the creation of a Centre for Excellence in Choral Music.

Members of the Board were advised that through the generous benefaction of an anonymous donor, the School of Music at Memorial University has received one million dollars to establish a Centre for Excellence in Choral Music. In a letter to the donors, Dr. Tom Gordon (then Director of the School of Music) eloquently expressed their vision: "This gift will permit the School and the University to build on one of its existing areas of greatest strength, choral music. At the same time, the Choral Centre, as we have conceived it, has the power to transform communities, to invigorate them with the unparalleled capacity of music to locate the common point of being among the many.

Creation of a Centre for Excellence in Choral Music (cont'd)

The dual objectives of the [Donor Name] Choral Centre will serve to secure a centre of excellence for our University while providing a powerful encouragement to the communities it serves.”

The proposed Centre will meet, and indeed integrate, many of the objectives laid out in the University’s Frameworks for Engagement, Research, and Teaching and Learning.

Members were further advised that it brings together research, community activity, and educational development. Research will develop under the themes of Creative Arts, Culture and Heritage; Aboriginal Peoples; and Community, Regional and Enterprise Development. The Centre will provide superb opportunities for students at all levels to gain research experience and professional development through internships, participation in national and international festivals, and exposure to the world’s finest choral artists. The Board of the proposed Centre will include both faculty and community members, and choral groups will derive direct benefit from the fund.

The Centre will require an operating budget of \$120,000 per year over ten years. To maximize the impact of the donation and provide the required annual operating budget, a multi-year investment plan has been developed to which the President has committed an additional sum of \$47,000 up-front. The Centre will not require its own physical infrastructure. The Research Centre for Music Media and Place will share space and administrative support with the proposed Centre. The President, Provost, and Donor have all approved the proposal for the Centre.

It was noted that as per the Procedures for Establishing Institutes and Centres, the Senate Planning and Budget Committee has reviewed the proposal and has recommended approval. The proposal was approved by Senate on October 9, 2012.

Following a discussion, the following resolution was passed:

**RESOLVED:**

That the Board of Regents approve the creation of a Centre for Excellence in Choral Music in the School of Music and as outlined in the background documentation.

**5937. CAMPUS PLANNING AND DEVELOPMENT COMMITTEE**

A. Naming of the Bruneau Centre for Excellence in Choral Music

The Board received and reviewed background information pertaining to the naming of the *Bruneau Centre for Excellence in Choral Music*.

Members of the Board were advised that through a generous donation of \$1,000,000, Drs. Angus and Jean Bruneau have expressed a vision for the School of Music to build on one of its existing areas of greatest strength: choral music. A concurrent submission to the Board of Regents provides details relating to the objectives and operating budget



Naming of the Bruneau Centre for Excellence in Choral Music (cont'd)

for the Centre. While that submission recommends the creation of the Centre, it does not recommend the naming, which is a separate matter for the Campus Planning and Development Committee.

Dr. Kachanoski noted that pending approval of the Board of Regents, Memorial wishes to recognize this contribution by naming the centre the *Bruneau Centre for Excellence in Choral Music*". The \$1,000,000 is a term fund to be paid out over 10 years, therefore, the naming is understood to be for 10 years as well. He further noted that this naming aligns with Memorial University's Policy on Naming.

Following a discussion, the following resolution was passed:

That the Board of Regents approve the naming of the Centre for Excellence in Choral Music as the *Bruneau Centre for Excellence in Choral Music*.

**5938. LAST MEETING FOR ROBERT E. SIMMONDS, CHAIR**

Ms. Swanson, Vice-Chair, acknowledged that with the announcement of his resignation from the Board effective November 21, 2012, this was the final regularly scheduled Board meeting that Mr. Simmonds would be attending. In this regard she proposed the adoption of following resolution, which was passed unanimously:

**RESOLVED:**

That the Board of Regents of Memorial University of Newfoundland acknowledge with sincere gratitude and appreciation the outstanding leadership rendered to the University by Mr. Robert E. Simmonds during his term as Chair of the Board of Regents of Memorial University of Newfoundland. The Board would like to acknowledge in particular Mr. Simmonds' unique style of leadership with his own blend of passion and integrity balanced with a great deal of common sense and even more good humor. The Board would also like to wish Mr. Simmonds every success in his professional and personal life.

Mr. Simmonds then noted that working with the Board of Regents over the past four years had been a very tremendous and rewarding experience. He further noted that he thoroughly enjoyed his work and his associations with members of the Board and the Administration whom he thanked profusely. He further thanked former Premier Danny Williams for providing him the opportunity to serve as Chair of the Board of Regents.

*A postscript to these minutes are located in the Board file for October 18, 2012.*

5939. **PRESENTATION FROM DR. ROB GREENWOOD, EXECUTIVE DIRECTOR, OFFICE OF ENGAGEMENT**

Dr. Wardlaw welcomed to the meeting, Dr. Rob Greenwood, Executive Director of the Office of Engagement, who provided the Board with a presentation regarding the Memorial University Public Engagement Framework Development.

Following a question and answer period, Mr. Simmonds on behalf of the Board, thanked Dr. Greenwood for his very informative presentation and he left the meeting.

5940. **ANY OTHER BUSINESS**

1. Date of Next Meeting

The next regularly scheduled meeting of the Board of Regents will be held on December 6, 2012.

**ADJOURNMENT**

The meeting adjourned at 5:50 p.m.

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CHAIR

\_\_\_\_\_  
SECRETARY

\_\_\_\_\_  
DATE