

MEMORIAL UNIVERSITY OF NEWFOUNDLAND

BOARD OF REGENTS

The regular meeting of the Board of Regents was held on Thursday, October 24, 2013 at 4:00 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. David Wardlaw, Provost and Vice-President (Academic)
Chancellor Susan Knight
Mr. Steve Belanger
Mr. Gilbert Bennett
Ms. Pat Coish-Snow
Ms. Mary Cormier
Ms. Michelle Daye
Ms. Pegi Earle
Dr. Rex Gibbons, via teleconference
Dr. James Hickey
Ms. Kim Keating
Mr. Bill Matthews
Mr. Asan Mohideen
Dr. Vinod Patel
Mr. Tony Roche
Ms. Kathleen Roul
Ms. Donna Stone
Ms. Eleanor Swanson
Mr. George Tucker
Mr. Edmund Walsh
Ms. Tina Scott, Secretary

APOLOGIES:

Ms. Sheila Ashton, Mr. Brian Dalton, Ms. Noreen Greene-Fraize, Mr. Jim Keating, Dr. Luke Pike, Dr. Mary Bluechardt.

PRESENT BY INVITATION:

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

6030. MEETING CALLED TO ORDER

The meeting was called to order at 4:00 p.m. by Ms. Iris Petten, Chair.

6031. APPROVAL OF AGENDA

The Board agreed to the following changes to the agenda for the September 5, 2013 meeting:

i) Audit and Risk Committee

Add to the agenda, "Update on Cross-walk Incident"

ii) Finance Committee

Add to the agenda "Use of Credit Cards as a form of Payment for Tuition and Residence Fees".

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.

Dr. Kachanoski and Dr. Wardlaw and all other employees of the University in attendance declared a conflict with Agenda Item 8.b "Actuarial valuation on the Memorial University Pension Plan at December 31, 2012".

6032. MINUTES

The Minutes of the regular meeting of the Board of Regents held on September 5, 2013 and the special meeting of the Board of Regents held on September 30, 2013 were approved by the Board.

6033. CHAIR'S REPORT

A. Meeting of the Executive Committee

The Chair advised that the Executive Committee met on October 9, 2013 to finalize the agenda for today's meeting.

B. Revised Terms of Reference for the Executive Committee

Ms. Petten advised that in response to a decision of the Board to create a new Governance Committee, the Executive Committee is recommending revisions to its terms of reference to remove Item D.2 which reads as follows:

Revised Terms of Reference for the Executive Committee (con'td)

“To serve as the Board’s governance committee with regard to areas such as:

- Oversight of the Board’s bylaws and policies.
- Oversight of the Regent Education and Development Program
- Oversight of the committee nominations process”

The Executive Committee is also recommending that the Chair of the Governance Committee be added to the membership of the Committee and the composition of the Committee be reformatted to better reflect voting versus non-voting membership. A copy of the proposed revised terms of reference was included with the background documentation.

Following a discussion, the following resolution was passed:

RESOLVED:

That the Board of Regents approve the revised Terms of Reference for the Executive Committee of the Board of Regents as outlined in the background documentation.

C. Alumni Tribute Awards - Eleanor Swanson

The Chair, on behalf of the Board, extended heartfelt congratulations to Eleanor Swanson, Vice-Chair of the Board of Regents, who received the JD Eaton Award, one of four Alumni Tribute Awards, in recognition of her exceptional service to the University. Members of the Board expressed their congratulations with a round of applause for Ms. Swanson who received the award on October 21, 2013 at the annual Alumni Tribute Awards Ceremony.

6034. PRESIDENT’S REPORT

A. President’s Update of Activities

Dr. Kachanoski provided the Board with highlights of his recent activities since the September 2013 Board meeting.

Dr. Kachanoski then provided members of the Board with a presentation entitled “President’s Update - October 24, 2013”. In this regard, Dr. Kachanoski noted that he received correspondence from Minister Joan Shea dated October 6, 2013 advising that approval has been granted for Memorial University to proceed with the detailed design and design development of the core sciences facility subject to compliance by the University with the requirements of each phase of Government’s four-stage infrastructure process (a copy of the correspondence was distributed to members of the Board and is also located in the Board files). He also noted that additional correspondence dated October 6, 2013 was received from Minister Shea

President's Update of Activities (cont'd)

advising that approval had been granted for Memorial University to proceed with the efficiency review of its programs and operations. As noted in that correspondence, Government agreed that any efficiency that the University finds can be reinvested into its post-secondary programming and Dr. Kachanoski also noted the understandings from government that:

- the infrastructure deficit has been agreed upon as a priority area
- the University is to hold operating expenses flat for two years or so
- the grant in lieu of tuition increases continues.

The President noted that these understandings will help guide the development of the Infrastructure Plan, the Research Intensity Plan and the Enrolment Plan.

Following a detailed discussion, the Chair, congratulated Dr. Kachanoski on the success of obtaining approval to move forward with the Core Sciences Facility and the efficiency review and thanked him for the very informative presentation.

Dr. Kachanoski also noted the improved ranking of Memorial University in the "**RESEARCH** Infosource Inc. - Canada's Top 50 Research Universities 2013", a copy of which was also distributed to members of the Board.

B. Registration Progress Report for Fall Semester 2013

The Board received and reviewed a registration progress report for the Fall Semester 2013 as of September 18, 2013 outlining 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. Coish-Snow, seconded by Mr. Steve Belanger and carried that the consent agenda, comprising the resolutions listed in 6035 through 6039 below be approved as follows:

6035. AUDIT AND RISK COMMITTEE

A. Appointment of External Auditors for the Memorial University of Newfoundland Consolidated Financial Statements and the Memorial University of Newfoundland Pension Plan Financial Statements

The Board received background information and agreed that Ernst & Young LLP be appointed as auditors for Memorial University and for the Memorial University Pension Plan for an initial five-year period (fiscal 2013-14 to 2017-18) with the University having the option to renew for an additional five years subject to annual reappointment at the following fee structure:

Appointment of External Auditors for the Memorial University of Newfoundland Consolidated Financial Statements and the Memorial University of Newfoundland Pension Plan Financial Statements (cont'd)

| | <u>Memorial University</u> | <u>Pension Plan</u> |
|------------|----------------------------|---------------------|
| March 2014 | \$57,049 | \$ 5,450 |
| March 2015 | \$65,610 | \$ 6,810 |
| March 2016 | \$72,170 | \$ 8,170 |
| March 2017 | \$75,780 | \$ 9,400 |
| March 2018 | \$79,830 | \$10,170 |

The Board was also in agreement that if Ernst & Young LLP is renewed after the first five years, the fees will increase at an inflationary rate every year thereafter of 3% (assuming no significant changes in operations).

B. Protected Disclosure update

The Board received for information the “Protected Disclosure Update”. The Board was informed that as required under the “Reporting” section of the Protected Disclosure Policy, the annual report to the Board of Regents of Protected Disclosures made, any investigations undertaken, and any actions taken was provided in the background documentation. In addition, the Board was advised that the provider of Protected Disclosure Services for the University changed effective September 2013. Goss Gilroy Incorporated, provider since 2009, wished to provide a variety of other contracted services to Memorial and resigned from the role of Protected Disclosure Services Provider to mitigate any perceived conflict in bidding for such. The new provider is Grant Thornton through its *Confidential Anonymous Reporting for Employees (CARE)* Program.

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

C. Internal Audit Status Report - October 2013

The Board received for information the Internal Audit Status Report - October 2013.

The Board was informed that since the July 2013 update, two internal audit projects contained in the annual audit plan and one requested project have been concluded, with reports being presented to the Vice-Presidents’ Council as follows: Capital Projects, Portfolio of the Deputy Provost (Students) and Vice-President (Academic) Undergraduate Revenue, and the CAF and AIF Research Projects. Areas of risk have been identified and recommendations have been provided to reduce or eliminate these risks. In total, these three audit reports contain 65 recommendations; 2 are listed in the report under the section “Top 10 Recommendations that are Under Review or Outstanding”.

Internal Audit Status Report - October 2013 (cont'd)

In addition, Internal Audit is currently engaged in work with respect to three other projects. Final reports will be forwarded to the Vice-Presidents' Council for review with respect to each project as it is completed.

At the request of the Vice-President (Administration and Finance), Internal Audit has recently completed an audit of the Annual Leave of a management official. The audit report has been presented to the Vice-President (Administration and Finance).

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

6036. CAMPUS PLANNING AND DEVELOPMENT COMMITTEE

A. Update of 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 Sciences Centre - Cold Water Supply
- Dr. Jack Clark Building and the S.J. Carew Building Expansions
- Aboriginal Centre
- Core Science Facility
- Battery Property

Grenfell Campus

- New Residence

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

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

6037. FINANCE COMMITTEE

- A. Highlights of the Annual Investment Committee Report of the Endowed, Non-Endowed and Specifically Invested Trust Funds for the Fiscal Year ended March 31, 2013

The Board received for information the highlights of the *Annual Investment Committee Report of the Endowed, Non-Endowed and Specifically Invested Trust Funds for the Fiscal Year ended March 31, 2013*. The Board was informed that the Investment 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 the Annual Report were provided in the background documentation. It was further noted that additional information is available in the complete *Annual Investment Committee Report of the Endowed, Non-Endowed and Specifically Invested Trust Funds for the Fiscal Year Ended March 31, 2013*.

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

- B. Actuarial Valuation Report on the Memorial University Pension Plan, as at December 31, 2012 and associated funding Recommendations

The Board received background information and approved the December 31, 2012 actuarial valuation of the Memorial University Pension Plan and agreed that the required contribution rate increase of 0.7% be implemented effective January 1, 2014.

6038. HUMAN RELATIONS COMMITTEE

- A. Appointments Report

The Board received the Appointments Report for actions taken since September 5, 2013 noting that the actions have been taken under delegated authority as provided in the Terms of Reference for the Human Relations Committee.

- (i) Extension of Ms. Sheila Singleton as Acting Registrar and Acting Secretary of Senate

The Board received background information and agreed with the reappointment of Ms. Sheila Singleton as Acting Registrar and Acting Secretary of Senate effective 01/11/2013 for an eight-month period or until a permanent candidate is recruited, whichever occurs first and as outlined in the background documentation.

(ii) Extension of Dr. Donna Hardy-Cox as Acting Dean of the School of Social Work

The Board received background information and agreed with the extension of appointment of Dr. Donna Hardy-Cox as Acting Dean of the School of Social Work effective 01/10/2013 for a three-month period or until a permanent candidate is recruited, whichever occurs first and as outlined in the background documentation.

(iii) Extension of Dr. Linda Hensman as Dean of the School of Pharmacy

The Board received background information and agreed with extension of appointment of Dr. Linda Hensman as Dean of the School of Pharmacy effective 01/01/2014 for a three-month period or until a permanent candidate is recruited, whichever occurs first and as outlined in the background documentation.

(iv) Extension of Ms. Sonja Knutson as Acting Director of the International Centre

The Board received background information and agreed with the extension of appointment of Ms. Sonja Knutson as Acting Director of the International Centre effective 01/10/2013 for a one-year period or until a permanent candidate is recruited, whichever occurs first and as outlined in the background documentation.

(v) Appointment of Dr. Scott MacKinnon as Acting Director of the Division of Co-operative Education

The Board received background information and agreed with the appointment of Dr. Scott MacKinnon as Acting Director of the Division of Co-operative Education effective 21/10/2013 for an eight month period or until a permanent candidate is recruited, whichever occurs first and as outlined in the background documentation.

B. Actuarial Valuation Report on the Memorial University Pension Plan, as at December 31, 2012 and associated funding Recommendations

This item was also considered under the Finance Committee Agenda as outlined in the Minute 6037.B. above.

C. Appointment of Canadian Equity Managers for the Memorial University Pension Plan

The Board received background information and agreed with the appointment of Connor Clark and Lunn and Pyramis Global Advisors to manage equal allocations of the segregated Canadian equity mandate of the Memorial University Pension Plan.

D. Senior Leadership Position vacancies and upcoming renewals

The Board received for information a status update of the senior leadership position vacancies at Memorial University as of September 30, 2013.

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

6039. SENATE MATTERS

A. Senate Matters of June 11, 2013 with implications for the Board of Regents

The Board received background information and agreed with the Calendar changes as outlined in the background documentation.

B. Amendments to the Constitution of the Academic Council of the School of Social Work and Amendments to the Constitution of the Academic Council of the Marine Institute

The Board received background information and agreed with the amendments to the Constitution of the Academic Council of the School of Social Work as well as amendments to the Constitution of the Marine Institute Academic Council and as outlined in the background documentation.

DISCUSSION AGENDA

6040. FINANCE COMMITTEE

A. Update on Financing the Core Sciences Facility and Efficiency Review

Dr. David Wardlaw, Provost and Vice-President (Academic), and Mr. Kent Decker, Vice-President (Administration and Finance), provided the Board with a presentation entitled "Efficiency Review" which included the following topics:

- Efficiency Review
- Government Direction
 - Letter from Minister
 - Principles
- Efficiency Review Process

Mr. Decker provided members of the Board with an update regarding the core Sciences facility. In this regard, Board members received a copy of a letter received by Dr. Kachanoski dated October 6, 2013 from Minister Joan Shea advising that approval has been granted for Memorial University to proceed with the detailed design and design development of the facility subject to compliance by the University with the requirements of each phase of Government's four-stage infrastructure process (a copy of the correspondence is located in the Board files). Mr. Decker further noted that while an update will be provided at the December 4, 2013 Board meeting, it may be necessary to hold a special meeting of the Campus

Update on Financing the Core Sciences Facility and Efficiency Review (cont'd)

Planning and Development Committee, the Finance Committee and the Board after that date as a result of the Request for Proposals in order to award the contract for the architectural design of the Core Science Facilities. The Board was in general agreement with this request.

Dr. Wardlaw then advised that additional correspondence dated October 6, 2013 was received from Minister Joan Shea advising that approval had been granted for Memorial University to proceed with the efficiency review of its programs and operations. As noted in that correspondence, Government agreed that any efficiency that the University finds can be reinvested into its post-secondary programming.

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

B. Annual Budget request to the Provincial Government for fiscal years ending March 31, 2015, 2016 and 2017

The Board received and reviewed background information pertaining to the annual budget request to the Provincial Government for fiscal years ending March 31, 2015, 2016 and 2017.

Mr. Decker advised members of the Board that the University will provide the Department of Advanced Education and Skills with its budget submission for the fiscal years ending 2015, 2016, and 2017 on the basis of the principles outlined at the last Board Meeting.

Specific items of the budget submission are identified as follows:

- Collective agreements have not been finalized and as such general salary increases are not included in the salary increase calculations. The administration expects to receive guidance from the Province with respect to the "Provincial Template" in the near future and will base final requests on information that is known at that time. In the interim as in the past, the cost of a 1% increase will be provided;
- Pension Plan payments of \$ 28.5 million will be included in the 2014-15 submission;
- An increase in the grant-in-lieu of tuition of \$4.0 million will be included;
- The third year of funding for the Government approved Marine Institute and Faculty of Engineering strategic initiatives of \$3.125 million will be included;
- The capital budget request for 2014-15 will be consistent with current base capital projects, such as Deferred Maintenance and Teaching Equipment, and cash flows for St. John's residence upgrades.

Annual Budget request to the Provincial Government for fiscal years ending March 31, 2015, 2016 and 2017 (cont'd)

The University will provide the Department of Health & Community Services with its budget for the Faculty of Medicine in the traditional format as provided in the background documentation. The additional base budget for the Faculty of Medicine expansion will also be included in the request to government;

Following a discussion, the following resolution was passed:

RESOLVED:

That the Board of Regents approve the principles for Memorial University's budget submissions to the Provincial Government for fiscal years ending March 31, 2015, 2016 and 2017 and as outlined in the background documentation.

C. Increase in the School of Pharmacy Application Fee

The Board received and reviewed background information pertaining to an increase in the School of Pharmacy application fee.

Mr. Decker advised members of the Board that the current application fee of \$75 for the School of Pharmacy was approved just over 10 years ago on February 6, 2003. For much of this period the application fee was sufficient to cover the cost of admission administration. It does not, however, cover the rising costs associated with this process in recent years.

Further, Mr. Decker also noted that the rationale for the increase was included in the background material.

This proposed increase will cover the shortfalls of admission administration currently being experienced by the School of Pharmacy and the resultant new application fee remains well within the range of comparator fees across the country.

Following a discussion, the following resolution was passed:

RESOLVED:

That the Board of Regents approve the request from the School of Pharmacy for an increase in the application fee for the undergraduate program in Pharmacy from \$75 to \$125 for Canadian applicants and from \$125 to \$175 for international applicants, effective for students entering the program in September 2014.

D. Use of Credit Cards as a form of Payment for Tuition and Residence Fees

Mr. Decker provided an update with regard to the use of credits cards as a form of payment for tuition and housing fees noting that the University has been informed by VISA that it will not recognize user fees after November 30, 2013. Mr. Decker indicated that the University is developing a communications plan to inform students of this change.

6041. AUDIT AND RISK COMMITTEE

A. New Student Code of Conduct

The Board received and reviewed background information pertaining to the new Student Code of Conduct.

Ms. Petten then welcomed Dr. Cecilia Reynolds, Deputy Provost (Students) and Associate Vice-President (Academic) Undergraduate and Mr. Greg French, Acting General Counsel who provided the Committee with an overview of the new Student Code of Conduct.

Members of the Board were advised that the current Code of Student Conduct has existed since 2006. In 2010, a Student Safety and Security assessment review conducted by the consulting firm Margolis Healy recommended, among other things, that the Code of Student Conduct be revised. As a result, work began to revise the Code of Student Conduct.

As detailed in the background information, the new Student Code of Conduct is the result of significant examination of best practices and extensive consultation with stakeholders such as student groups. The proposed Student Code of Conduct was endorsed by Senate at its September 10, 2013 meeting and was approved by the Vice-Presidents' Council on October 8, 2013 for forwarding to the Board of Regents.

Following a detailed discussion, the following resolution was passed:

RESOLVED:

That the Board of Regents approve the new Student Code of Conduct effective May 12, 2014, the beginning of the Spring Semester to allow sufficient time for education and communication regarding the changes.

Further, the Board agreed with the recommendation of its Audit and Risk Committee that it approve a friendly amendment to Section "10. Appeals" as follows:

"b) ...Decisions of the Head of Campus ordering suspension or expulsion are subject to an appeal, within 10 working days of the decision of the Head of Campus, to a panel committee of the Board of Regents."

New Student Code of Conduct (cont'd)

The Board noted its agreement with a statement in the Background Information section "Potential Outstanding Issues" of the submission that "...*the code will be reviewed annually*".

Following a question and answer period, Ms. Petten, on behalf of the Board, thanked Dr. Reynolds and Mr. French for their very informative presentation and they left the meeting.

B. Update on Health and Safety Program initiatives

The Board received and reviewed background information pertaining to an update on Health and Safety Program initiatives. In this regard, the Board was advised that an update on the Department of Health and Safety's progress towards improving Memorial University's health and safety program(s) and some of the key achievements to date was included in the background documentation.

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

At this point, Mr. Decker provided an update regarding a particular incident which occurred recently on Westerland Road as well as road safety measures in general. The Board agreed with the Audit and Risk Committee and encouraged the administration to pursue as quickly as possible, and in cooperation with city officials, all measures to ensure the safety of pedestrians and drivers.

C. Update of Residence Safety and Security Recommendations

The Board received and reviewed background information pertaining to an update of Residence Safety and Security Recommendations.

The Board was advised that a review of student safety and security at Memorial University, which was completed in December 2010 by Margolis Healy made 41 recommendations for improvements. The Deputy Provost (Students), the University's Chief Risk Officer, the Acting Director of Housing, Food and Conference Services and the Director of Facilities Management have provided updates as well as a summary for the information of the Audit and Risk Committee as provided in the background documentation: 1) Summary of Residence Safety and Security Report and 2) Update – Residence Safety and Security Review Recommendations.

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

6042. GOVERNANCE COMMITTEE

A. New Terms of Reference for the Governance Committee

The Board received and reviewed background information pertaining to the Terms of Reference for the Governance Committee.

Ms. Swanson reminded members that a meeting held on July 4, 2013, the Board approved the recommendation of the ad hoc Sub-Committee to Develop Board Policies to create a standing Governance Committee of the Board of Regents. Further, at a meeting held on September 5, 2013, the Board agreed with the recommendation that the membership of the ad hoc Sub-Committee be rolled into the new Governance Committee and that the Chancellor be invited to join the Committee.

The Governance Committee is now recommending that the Board approve the Terms of Reference for the Committee as outlined in Appendix A of the submission.

Following a discussion, the following resolution was passed:

RESOLVED

That the Board of Regents approve the Terms of Reference for the Governance Committee of the Board of Regents as outlined in Appendix A of the submission.

B. Board Portal

The Board received and reviewed background information pertaining to the Board Portal-Software Review.

At the request of the Board of Regents, the administration has evaluated the purchase of several Board Information Management and Collaboration software solutions. The solution will be used to electronically compile and distribute materials shared with Board of Regents members and other board meeting participants so that board/committee meetings could become paperless.

Further, an administrative committee headed by Mr. Kent Decker and supported by the Department of Computing and Communications evaluated five solutions and presented two of these to the Governance Committee of the Board of Regents for consideration. The two proposed solutions were Diligent BoardBooks and BoardVantage Director. After reviewing both solutions, the Governance Committee for the Board of Regents concluded that either of these solutions would be acceptable and agreed to move forward with the recommendation presented by the administration. For reasons outlined below, the administrative committee recommends BoardBooks by Diligent Board Members Services, Inc.

Board Portal (cont'd)

With regard to privacy and security, since all Board Information Management and Collaboration solutions under consideration host data offsite, the location of the data is a consideration when evaluating vendors. Diligent Board Member Services, Inc. hosts data within Canada. BoardVantage data is not hosted in Canada. For privacy reasons, Canadian hosting is the preferred choice. The Department of Computing and Communications reviewed the level of security provided by Diligent BoardBooks and found that the solution meets or exceeds the standards that Memorial would implement for a locally hosted solution.

With regard to references, two Canadian Universities (University of Calgary, University of Toronto) use this tool and expressed an overall positive experience with both the solution and the vendor.

Diligent Board Member Services, Inc. offers the necessary functionality, it leads in pricing and security and is highly recommended by the contacted reference.

The five year cost of the project is estimated to be \$197,000, with approximately \$186,000 allocated for the licensing and training and \$11,000 allocated for the end user hardware (e.g., iPads). Training and support are also provided by the vendor, so no new resources should be required. It is expected that some Board members will require a device (e.g., iPad) to access meeting materials and that Memorial would be responsible for purchasing these.

At its meeting held on October 22, 2013, Vice Presidents' Council approved the purchase of Diligent BoardBooks as the Information Management and Collaboration solution for the Board of Regents of Memorial University. A budget allocation of \$40,000 a year for five years will be assigned from central funds to cover the estimated costs for licensing, training, and end-user hardware. This amount will be partially offset by eliminating current processes such as printing costs, and couriers, and overall, the security of board information will be improved.

Following a detailed discussion, the following resolution was passed:

RESOLVED:

That the Board of Regents endorse the recommendation of the Vice-Presidents' Council that Diligent Board Member Services be selected as the Board Information Management and Collaboration software solution for the Board of Regents, and as outlined in the background documentation.

6043. HUMAN RELATIONS COMMITTEE

A. Senior positions proposed for Board of Regents approval of appointments

The Board received and reviewed background information pertaining to senior positions proposed for Board of Regents approval of appointments.

Mr. Tucker noted that at a meeting held on September 5, 2013, members of the Human Relations Committee were reminded that the Committee requested the administration to provide a recommendation regarding senior positions where the Board will be required to approve appointments. Following consideration and discussion of this document, the Human Relations Committee agreed that it give members of the Board of Regents an opportunity to provide feedback regarding the proposal. The Committee also agreed to recommend to the Board that following such feedback, the matter be brought back for consideration of both the Human Relations Committee and the Board at the October 24, 2013 meeting of both bodies.

Mr. Tucker advised that at a meeting held earlier today, and following a detailed discussion and further consideration of the document, the Human Relations Committee agreed to recommend to the Board that it give members further additional time to provide feedback regarding the proposal. In this regard, additional feedback will be sought from Board members by November 15, 2013 following which the Vice-Presidents' Council will prepare a recommendation of the positions that would have to come to the Board for approval and those that do not. This recommendation will be considered by both the Human Relations Committee and the Board at the December 5, 2013 meeting of both bodies.

It was further noted that with the addition of Chief Risk Officer, there was general agreement with the document attached to the submission which outlined in the third column "Positions Proposed to Require Board Approval". There was also agreement to amend the Board Yellow to indicate that all remaining appointments be delegated to the President.

6027. ANY OTHER BUSINESS

1. Date of Next Meeting

The next meeting of the Board of Regents is tentatively scheduled to be held on December 5, 2013.

2. Last meeting for Mary Mandville, Acting General Counsel

The Chair noted that this is Ms. Mary Mandville's last Board meeting in her capacity as Acting General Counsel. Ms. Petten, on behalf of the Board, thanked Ms. Mandville for her considerable contributions to the work of the Board during the past six months and wished her well in her future endeavors at Memorial.

ADJOURNMENT

The meeting adjourned at 6:00 p.m.

CHAIR

SECRETARY

DATE