

MEMORIAL UNIVERSITY OF NEWFOUNDLAND

BOARD OF REGENTS

The regular meeting of the Board of Regents was held on Thursday, October 16, 2014 at 3:00 p.m. in the Junior Common Room, R. Gushue Hall.

**PRESENT:**

Ms. Iris Petten, Chair  
Dr. Gary Kachanoski, President and Vice-Chancellor  
Dr. Noreen Golfman, Provost and Vice-President (Academic), Pro Tempore  
Chancellor Susan Knight  
Mr. Gilbert Bennett  
Ms. Pat Coish-Snow  
Ms. Mary Cormier  
Ms. Michelle Daye, via teleconference  
Mr. Rick Dillon  
Ms. Colleen Galgay-Johnston  
Mr. John Hogan  
Mr. Jim Keating  
Mr. Denis Mahoney  
Dr. Vinod Patel  
Mr. Tony Roche  
Ms. Kathleen Roul  
Ms. Candace Simms, via teleconference  
Ms. Donna Stone  
Ms. Eleanor Swanson  
Mr. George Tucker  
Ms. Tina Scott, Secretary to the Board  
Mr. Matthew Brockel, by invitation  
Mr. Asan Mohideen, by invitation

**APOLOGIES:**

Ms. Sheila Ashton, Mr. Steve Belanger, Ms. Katharine Hickey, Ms. Kim Keating,  
Dr. Richard Marceau, Mr. Bill Matthews.

**PRESENT BY INVITATION:**

Mr. Kent Decker, Vice-President (Administration and Finance), Dr. Ray Gosine,  
Vice-President (Research) Pro Tempore, Mr. Glenn Blackwood, Vice-President  
(Marine Institute), Dr. Mary Bluechardt, Vice-President (Grenfell Campus), Mr.  
Glenn Collins, Interim Executive Director, Office of the Board of Regents, Mr.  
Greg French, Acting General Counsel.

**6145. MEETING CALLED TO ORDER**

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

**6146. WELCOME**

Ms. Petten noted that there currently exists three vacancies on the Board for student members and several months have elapsed since recommendations for appointment/reappointment were forwarded to the Minister of Advanced Education and Skills. She then noted that at a meeting held on July 5, 2012, the Board agreed to invited nominated student representatives as well as other members recommended by the Board to the Lieutenant Governor in Council for membership on the Board, to attend meetings of the Board noting that as per Clause 44 of the Bylaws "*all persons invited to attend a meeting shall be permitted to speak but shall not have a vote on any motions put before the Board*". In this regard, the Executive Committee agreed to recommend to the Board that it proceed in the same manner for today's meeting. The Board was in general agreement with this approach.

Ms. Petten then extended a special welcome to the following invited student representatives:

Matthew Brockel – Grenfell Campus Students' Union  
Asan Mohideen – Graduate Students' Union

Ms. Petten noted that the University will continue to work with Government to fill the vacancies that currently exist including the members whose terms have already expired or whose terms are about to expire.

The Chair also advised that the Office of the Board of Regents would be relocating to new office space later in October at which time a separate budget allocation would also be considered for that office. She thanked the President and Vice-Chancellor for these initiatives.

**Board Book Tips**

For information purposes, the Chair noted that a tracking sheet has been placed on the Board portal which notes when agenda items have been uploaded. She further noted that the Board day schedule of meetings was provided for information purposes.

**6147. 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.

Mr. Collins declared a conflict with Agenda Item 9.7 "Extension to the appointment of the Executive Director, Board of Regents".

**6148. MINUTES**

The Minutes of the regular meeting of the Board of Regents held on September 4, 2014 were approved by the Board.

**6149. CHAIR'S REPORT**

A. Meetings of the Executive Committee

The Chair advised that the Executive Committee met on September 17, 2014 and acting on behalf of the Board, approved the appointment of Dr. Ray Gosine as Vice-President (Research) Pro Tempore effective September 22, 2014 for a four month period or until Dr. Marceau returns from medical leave. The Committee also approved the appointment of Dr. Carrie Dyck as Associate Vice-President (Research), Pro Tempore effective September 22, 2014 again for a four month period.

On October 2, 2014, the Committee met to finalize the agenda for today's meeting.

B. Report of the ad hoc Committee of the Board of Regents to hear a Student Appeal

Ms. Petten noted that the Executive Committee, acting on behalf of the Board of Regents, and due to the time sensitive nature of the student appeal, established an ad hoc Committee to hear the appeal against the sanctions imposed by the Provost and Vice-President (Academic) (acting on behalf of the President and Vice-Chancellor) in respect of a sexual harassment complaint. The ad hoc Committee filed its report to the Board advising that it rendered a decision on behalf of the Board.

The ad hoc Committee also filed a report recommending that the Sexual Harassment Policy and Procedures be reviewed and updated. This report was accepted by the Executive Committee and will be forwarded to administration for appropriate action.

**6150. 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 2014 Board meeting and he provided the Board more detail and context on many of these activities.

B. Registration Report for the Fall 2014 Semester

The Board received and reviewed a registration progress report for the Fall 2014 Semester.

**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 Ms. Cormier and carried that the consent agenda, comprising the resolutions listed in 6151 through 6155 below be approved as follows:

**6151. AUDIT AND RISK COMMITTEE**

A. Appointments to the Campus Childcare Inc. Board

The Board received background information and agreed to the appointments to the Campus Childcare Inc. Board as outlined in the background information and as follows:

- Dr. Anne Burke reappointed as education representative for a two-year term effective April 1, 2014.
- Mr. Alex Templeton appointed as legal representative for a two-year term effective October 16, 2014.
- Mr. Devin Grant appointed as MUNSU representative for a one-year term effective October 16, 2014.
- Mr. Ryan Murphy appointed as MUNSU representative for a one-year term effective October 16, 2014.

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

The Board received background information and agreed to appointments to the Memorial University Recreation Complex as outlined in the background information and as follows:

Appointments to the Memorial University Recreation Complex Inc. (MURC)  
Board of Directors (cont'd)

- Ms. Kimberly Drisdelle, Executive Director of Student Life, Memorial University of Newfoundland Students' Union, for a one-year term effective October 16, 2014.
- Mr. Jared Ryan, Memorial University of Newfoundland Students' Union representative, for a one-year term effective October 16, 2014
- Ms. Somayeh Tadvani, reappointed for a one-year term effective October 29, 2014.
- Mr. Sandy Hickman, reappointed for a two-year term, effective October 20, 2014.
- Mr. Bill Thistle, Chair, Board of Directors, reappointed for a three-year term effective November 1, 2014.

C. Appointments to the Board of Directors Genesis Group Inc.

The Board received background information and agreed to the appointments to the Board of Directors of Genesis Group Inc. and as follows:

Private Sector Directors:

- Captain Anthony Patterson, President and CEO, Virtual Marine Technology
- Mr. Jerry Byrne, Owner, Doctor's House Inn & Spa
- Ms. Susan Hollett, President, Hollett & Sons
- Ms. Nora Duke, President and CEO, Fortis Properties Corporation
- Ms. Margaret Allan, Manager, Regulatory Affairs and Administration, Husky Energy
- Ms. Sherry Walsh, Partner, Deloitte
- Mr. Robert Webb, CEO, InvestCan Energy Corp.
- Mr. Derek Sullivan, Vice-President, Atlantic DataSystems
- Ms. Gerlinde Van Driel, Barrister and Solicitor, Rose van Driel Scott Law Firm
- Mr. Gary Norris, Executive Vice-President Government and Community Affairs, Alderon Iron Ore Company
- Mr. Ron Ellsworth, President and CEO, Ellsworth Group
- Mr. Leonard Pecore, President, Genoa Design international Ltd.
- Mr. Steve Dodd, Vice-President, Operations and Business Development, GRI Simulations
- Mr. Jamie King, President and CEO, Verafin Inc.
- Mr. Doug Cook, CEO, Petroleum Research Newfoundland and Labrador

Appointments to the Board of Directors Genesis Group Inc. (cont'd)

Academic Directors:

- Dr. Richard Marceau, Vice President (Research), Memorial University
- Ms. Ann Marie Vaughan, President, College of the North Atlantic
- Dr. Wilf Zerbe, Dean, Faculty of Business Administration, Memorial University
- Dr. Rob Greenwood, Executive Director, Office of Public Engagement and Harris Centre, Memorial University

Non-voting Ex-officio Director:

- Dr. Gary Kachanoski President and Vice-Chancellor, Memorial University (Shareholder)

Non-voting, Ex-officio Observers:

- Mr. Paul Mills, Senior Vice-President of Policy and Programs, Atlantic Canada Opportunities Agency
- Mr. Alastair O'Rielly, Deputy Minister, Dept. of Business, Tourism, Cultural and Rural Development

Chair:

Mr. Fred Cahill as Chair of the Board of Directors for a one-year term effective July 1, 2014.

D. Summary of Corporate Governance Checklists provided by Separately Incorporated Entities for 2013/14 fiscal year

The Board received for information the summary of Corporate Governance Checklists provide by Separately Incorporated Entities for 2013/14 fiscal year. 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.

E. Follow-up information regarding the Student Matters Report Winter, 2014

At a meeting held on September 4, 2014, the Board of Regents received the Student Matters Report Winter 2014 (Student Wellness, Behaviour, Discipline and Performance). In response to a request for a "Follow-up", the Board received a supplementary report outlining the various activities that have been undertaken recently to address a number of the trends evident in the Report. A copy of the Winter 2014 Student Matters Report was also provided in the background documentation.

F. Audit Plan – Audit of Annual Financial Statements for 2014-15

The Board received background information and approved the Audit Plan – Audit of the Annual Financial Statements for 2014-15 as outlined in the background documentation.

**6152. CAMPUS PLANNING AND DEVELOPMENT COMMITTEE**

A. Update on progress of Capital Projects

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

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

Marine Institute

- Building Expansion to House New Offshore Operations Simulator

Projects in Planning Stages

- Faculty of Engineering and Applied Science – Mechanical Engineering High Bay Lab
- Faculty of Engineering and Applied Science – Petroleum Engineering

Projects in Early Stages

- Animal Care Unit Expansion
- Faculty of Arts Research Archival Facility
- Grenfell Campus – Energy Strategy
- Marine Institute – Holyrood Marine Base
- Faculty of Medicine – Redevelopment of Existing Space
- Pedways – East and West
- Redevelopment of the Reid Theatre
- Storage Facility, Mount Scio Road

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

B. Infrastructure Fund

This item was also considered under the Finance Committee agenda as outlined in the Minute 6157.A below.

C. Consultant selection for the detailed architectural and engineering design for the Battery Facility

The Board received background information and authorized the University Administration to commission the detailed architectural and engineering design for the Battery facility to Lat49 Architecture Inc./Dialog and as outlined in the background documentation.

**6153. FINANCE COMMITTEE**

A. Highlights of the Annual Investment Sub-Committee Report of the Endowed, Non-Endowed and Specifically Invested Trust Funds for Fiscal Year ended March 31, 2014

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, 2014. 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 the 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, 2014.

B. Faculty of Medicine annual budget submission to the Provincial Government for Fiscal Years ending March 31, 2016, 2017 and 2018

The Board received background information and approved the budget submissions for the Faculty of Medicine to the Provincial Government for fiscal years ending March 31, 2016, 2017 and 2018 and as outlined in the background documentation.

**6154. HUMAN RELATIONS COMMITTEE**

A. New Policy and related procedures: Compensation

The Board received background information and approved the new Compensation Policy and Procedures as outlined in the background documentation.

B. Revised Policy: Respectful Workplace

The Board received background information and approved the revised Respectful Workplace Policy and Procedures as outlined in the background documentation.



C. Ratification of tentative Collective Agreement between Memorial University of Newfoundland and the Memorial University of Newfoundland Faculty Association (MUNFA) bargaining agent for Faculty, Librarians and Cooperative and Field Education Coordinators

The Board received background information and agreed to ratify the tentative Collective Agreement between Memorial University of Newfoundland and Memorial University of Newfoundland Faculty Association (MUNFA) for full-time Faculty, Librarians and Cooperative and Field Education Coordinators for the period September 1, 2013 to August 31, 2017 and as outlined in the background documentation.

D. Approval of tentative Collective Agreement with NAPE Local 7850 Marine Institute Support Staff

The Board received background information and agreed to ratify the tentative Collective Agreement with NAPE Local 7850 Marine Institute Support Staff in accordance with the Provincial template as follows:

- 0% April 1, 2012
- 0% April 1, 2013
- 2% April 1, 2014
  - \$1400 signing bonus (pro-rated based on portion of full-time hours worked during past twelve months) upon signing
- 3% April 1, 2015

E. Renaming of the Department of Community Education and Campus Relations at Grenfell Campus

The Board received background information and approved the renaming of the current “Department of Community Education and Campus Relations” to the “Grenfell Office of Engagement (GO Engagement)”.

F. 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 April 1, 2013 - March 31, 2014. 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 2013-2014 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. A strategic roadmap for the department was provided along with commentary on pension and benefit trends experienced by Memorial and an overview of the collective bargaining processes that took place during the 2013-2014 fiscal year.

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

The Board received background information and approved the extension of the appointment of Mr. Glenn Collins to the position of Executive Director, Office of the Board of Regents, on an interim part-time basis for a period of six months, commencing November 1, 2014.

H. 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.

I. Annual Report on appointments made under delegated authority

The Board received for information an annual report on appointments made under delegated authority for the period September 1, 2013 to August 31, 2014.

J. Appointments Reports

The Board received the Appointments Reports for the St. John's and Grenfell Campuses for actions taken since September 4, 2014 noting that the actions have been taken under delegated authority as provided for in the Terms of Reference for the Committee.

(i) Reappointment of Dr. Wilfred Zerbe as Dean of the Faculty of Business Administration

The Board received background information and approved the reappointment of Dr. Wilfred Zerbe as Dean of the Faculty of Business Administration for a further five-year term effective January 1, 2015 and as outlined in the background documentation.

**6155. SENATE MATTERS**

A. Senate Matters with implications for the Board of Regents (June 10, 2014)

The Board received background information pertaining to the Senate matters with implications for the Board of Regents arising from the Senate meeting held on June 10, 2014 and approved the Calendar changes arising from that meeting and as outlined in the background documentation.

B. Senate Matters with Implications for the Board of Regents (June 10, 2014)  
– Title of Professor Emeritus

The Board received background information pertaining to the Senate matters with implications for the Board of Regents arising from the Senate meeting held on June 10, 2014 and agreed to award the title of Professor Emeritus to the following retired member of the faculty:

Dr. Marguerite MacKenzie, Faculty of Arts

C. Senate Matters with Implications for the Board of Regents (September 9, 2014) – Memorial University Libraries Constitution of the Academic Council and the Marine Institute Academic Council Constitution

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 9, 2014 and agreed to amend the Memorial University Libraries Constitution of the Academic Council as well as the Marine Institute Academic Council Constitution as recommended in the background documentation.

**DISCUSSION AGENDA**

**6156. GOVERNANCE COMMITTEE**

A. Board of Regents – Meeting Dates 2015 (Revised)

Following a submission from the Governance Committee, the Board approved the following dates for Board meetings in 2015:

2015

February 5, 2015

March 12, 2015

May 7, 2015 (to coincide with Grenfell Campus Convocation)

July 9, 2015

September 10, 2015

October 22, 2015 (to coincide with Fall Convocation at the St. John's Campus)

December 3, 2015 - optional depending on the nature and urgency of agenda items or as a strategic planning meeting or session.

**6157. FINANCE COMMITTEE**

A. Infrastructure Fund

The Board received and reviewed background information pertaining to the multi-year Infrastructure Plan 2014-2020.

Mr. Decker advised Board members that Memorial will create an Infrastructure Fund by diverting to the Fund the annual Grant in lieu of a Tuition Increase for the years 2014/15, 2015/16 and 2016/17 along with the annual \$2.4 million of White Paper Matching Funds being provided by the Province for infrastructure.

The Grant in lieu of a Tuition Increase is base funding that is incremented by \$4.0 Million per year such that the base amount is \$12 million per year by 2016/17. The Operations and Budget review will identify savings to offset inflation during this three year period thus allowing the funding to be transferred to the Infrastructure Fund. The total from both sources yields \$14.4 million per year.

The first project that will be funded from the Infrastructure Fund is the Core Science Facility. Financing has been proposed by the province as follows:

|   |                 |
|---|-----------------|
| Memorial's Matching Fund                    | \$ 25.0 Million |
| Provincial Contribution (Hebron Settlement) | \$125.0 Million |
| Government Loan to Memorial                 | \$175.0 Million |
| Total                                       | \$325.0 Million |

Bridge financing during construction will be partially provided through a low interest rate Provincial fund. This will eventually be replaced with a loan from the Province with a planned 30 year amortization period. Debt servicing for this loan along with \$4 million of operating costs will be roughly equivalent to the \$14.4 Million described above.

During the construction period, and before repayment of the debt commences, there will be an accumulation of funds that can be used for other projects. The total accumulation will be approximately \$70 Million.

As provided in the background documentation, it was noted that Table A shows the Core Science Financing Plan and the accumulation of funds in the Infrastructure Fund.

It was also noted that the \$70 million available by 2020/21 has started to accumulate in this fiscal year with the first \$4.0 million having been set aside.

Infrastructure Fund (cont'd)

Also as provided in the background documentation, Table B outlines projects from the Infrastructure Plan that are considered priorities and provides the initial planning values for each. It also indicates where the Administration expects to have funding sources available outside the Infrastructure Fund to assist with certain projects.

Members were further advised that the intention is to commence initial planning work for the priorities in order to refine cost estimates and then seek approval for individual projects from the Board prior to releasing RFP's for conceptual design work. The overall financial position of the Infrastructure Fund will be considered as each project is brought forward.

After a detailed and extensive discussion, the following resolution was passed:

**RESOLVED:**

That the Board of Regents approve the Infrastructure Fund as follows:

- the Financing Plan for the Core Science Facility (as outlined in Table A of the background documentation)
- the commencement of initial planning work for each of the priorities (as identified in Table B of the background documentation).

Further, the Board agreed with the recommendation of its Finance Committee that it approve amendments to the above-noted recommendations as follows:

- that the University Administration seek approval for individual projects from the Board prior to releasing RFP's for conceptual design work
- that the overall financial position of the Infrastructure Fund will be considered as each project is brought forward.

**6158. MATTERS OF STRATEGIC IMPORTANCE TO THE BOARD**

A. Update on the Operations and Budget Review

The Board received background information with regard to an update on the operations and budget review which was supplemented at the meeting by a presentation from Mr. Kent Decker. Mr. Decker then provided a presentation entitled "Matters of Strategic Importance" and in doing so, covered the following topics:

Update on the Operations and Budget Review (cont'd)

- Operating Grants – Provincial Government
- Core Sciences Facility – Financing
- Post Construction Funds/Costs
- Projects
- the Changing Composition of Student Enrolment
- Resource Implications

Following a question and answer period, Ms. Petten thanked Mr. Decker for his very informative presentation.

B. Strategic Internationalization Plan 2020

The Board received and reviewed background information pertaining to the draft “Strategic Internationalization Plan 2020”. Dr. Ray Gosine, Vice-President (Research) Pro Tempore, provided the Board with a presentation entitled “Strategic Internationalization Plan 2020”. Ms. Sonja Knutson, Director of the International Centre and Special Advisor to the President on International Affairs, was also present to answer questions.

Dr. Gosine noted that the purpose of the Plan is to strengthen the University’s internationalization efforts and set the stage for a wide range of ambitious international and intercultural initiatives. The plan makes eight recommendations for strengthening its internationalization efforts:

1. Educating global citizens;
2. Recruiting and retaining global human capital;
3. Enhancing the Memorial value proposition;
4. Structuring for success;
5. Aiming for global impact;
6. Becoming a multinational university;
7. Programming for the international market;
8. Tracking progress.

The current draft of the Strategic Internationalization Plan was released to the University community for a six-week consultation period beginning on September 16, 2014. The release of the Plan was communicated via Newline and MUN Today, and also posted online to allow all members of the University community to provide feedback directly to the Vice-President (Research) by October 28, 2014.

The Strategic Internationalization Plan is key to the success of Memorial University’s Strategic Research Intensity Plan and Enrolment Plan, both of which were approved by the Board of Regents on May 3, 2014.

Strategic Internationalization Plan 2020 (cont'd)

Dr. Gosine emphasized the draft report, was being provided to the Board of Regents for information and review. The final plan will be presented at the December 4th meeting of the Board of Regents for approval.

**6159. ANY OTHER BUSINESS**

A. Date of Next Meeting

The next regular meeting of the Board of Regents is tentatively scheduled to be held on December 4, 2014.

**ADJOURNMENT**

The meeting adjourned at 5:20 p.m.

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**CHAIR**

\_\_\_\_\_  
**SECRETARY**

\_\_\_\_\_  
**DATE**