



MINUTES OF THE MEETING OF THE BOARD OF GOVERNORS

November 26, 2015

The meeting was held at 2:30 p.m. in Room 4155 Stevenson Hall.

PRESENT: Mr. C. Shah, Chair
Ms. I. Birrell, Secretary

Mr. J. Adams	Mr. J. Green
Dr. S. Armstrong	Mr. H. Hassan
Dr. C. Beynon	Mr. P. Jenkins
Mr. J. Bitove ☞	Mr. J. Knowles
Ms. W. Boye	Mr. R. Konrad
Mr. M. Brown	Ms. G. Kulczycki
Ms. C. Burghardt-Jesson	Mr. C. Lassonde ☞
Dr. A. Chakma	Mr. M. Lerner
Ms. S. Chrominska	Mr. B. Ross ☞
Mr. J. Cowin ☞	Mr. T. Sutherland
Dr. J. Deakin	Dr. B. Timmey
Ms. L. Gainey ☞	Dr. J. Toswell
Dr. R. Giffin	Mr. M. Wilson

By Invitation: R. Chelladurai, H. Connell, S. Fazilat, L. Koza, L. Logan, J. Luker, A. Weedon

BG.15-111 **REMARKS FROM THE CHAIR**

Mr. Shah, out-going Chair, thanked the Board for the opportunity to serve as a member and then as Chair for 2014 and 2015, noting that Western has made significant achievements over the last five years.

He welcomed Sylvia Chrominska, a new LGIC appointee, to her first meeting of the Board.

BG.15-112 **REPORT OF THE PRESIDENT**

The President's report, distributed with the agenda, consisted of the following topics: post-election landscape, Indigenous Strategic Plan development, sexual violence prevention, Ivey ranked top international MBA, Western a Top Canadian Employer, leadership update, and the President's activities since the September 22, 2015 Board meeting.

A member asked if the President could comment on the Enbridge situation at the University of Calgary and any similar potential issues for Western. The President remarked that there is always the potential for conflict of interest in anything we do. The best way to manage it is to have a robust policy. The issue is not only with corporate donations; it can also arise with individual donations. Western has turned down significant gifts when a donor's wishes cannot be aligned with our policies.

BG.15-113 **UNANIMOUS CONSENT AGENDA** [Appendix I]

It was moved by M. Lerner, seconded by T. Sutherland,

That the 12 items listed in Appendix I, Unanimous Consent Agenda, excluding Item 4. 2014-15 Budget Indicators, be approved or received for information by the Board of Governors by unanimous consent.

CARRIED

BG.15-114 **Minutes of the Previous Meeting**

The open session minutes of the meeting of September 22, 2015 were approved as circulated.

REPORT OF THE PROPERTY & FINANCE COMMITTEE [Appendix II]

BG.15-115 **Update on Rapid Transit**

G. Kulczycki, Vice-President (Resources and Operations), provided an overview of the rapid transit proposal detailed in Appendix II, Annex 1. She reported that City Council released its Shift Rapid Transit proposal on November 4. Western's administration and its external consultant met with City officials to review the plans at a high level including routes, location of platforms, and how to introduce wiring. She said that the meeting provided an opportunity to highlight the university's goals of reducing vehicular traffic and maintaining pedestrian safety. Ms. Kulczycki said that a traffic study and technical assessments have to be done relating to the movement of light rail through the science/medicine corridor because of the potential impact on research equipment. Western's external consultant, Parson, is in the early stages of collecting and analyzing information in order to provide an informed analysis of options. Mayor Brown said that the Shift Rapid Transit proposal is City Council's preliminary preferred option. The City intends to connect with all parties concerned to ensure its success.

BG.15-116 **2014-2015 Budget Indicators**

Referring to section (4) Real Operating Revenue Excluding Student Aid of the 2014-15 Budget Indicators, J. Toswell voiced concern about the phrase "budgetary stress" in conjunction with the Real Net Revenue increase of 15 percent. Some on campus would view those terms to be in conflict and that it would be upsetting to those areas on campus where there is significant budgetary stress. She also noted that the operating reserve had not changed in many years. R. Chelladurai said revenue is closely tied to enrolment through tuition and government funding. Enrolment growth has been the main driver of operating revenue and growing enrolment has direct costs. As noted in Appendix II, Annex 5, Table 1, over the last five years, the pattern has changed substantially. Total revenues have decreased by 4.5 percent per year. Real revenues have fallen to 9 percent. That change in revenues is one indicator of the budgetary pressures the University is facing. P. Jenkins said that real net revenue incurs adjustments for inflation. Over the last five years all Ontario universities have seen a downward trend in revenue and face ongoing financial pressures. He noted that the issue was captured also in the discussion of changes to the funding model and he believed the spirit of the wording was exactly right. With respect to the operating reserve, P. Jenkins noted that the issue is already before Property & Finance and a proposal would be brought forward in the winter.

BG.15-117 **Information Items Reported by the Property & Finance Committee**

The Report of the Property & Finance Committee, detailed in Appendix II, contained the following items that were received for information by unanimous consent:

- Lease Agreement for Room 80, University Community Centre
- Investment Committee Report
- Key Financial Indicators
- Report on Endowments
- New Scholarships and Awards

REPORT OF THE SENIOR OPERATIONS COMMITTEE [Appendix III]

BG.15-118 **Information Item Reported by the Senior Operations Committee**

The Report of the Senior Operations Committee, detailed in Appendix III, contained the following item that was received for information by unanimous consent:

- Code of Student Conduct – Annual Report

REPORT OF THE FUND RAISING AND DONOR RELATIONS COMMITTEE [Appendix IV]

BG.15-119 **Information Item Reported by the Fund Raising and Donor Relations Committee**

The Report of the Fund Raising and Donor Relations Committee, detailed in Appendix VI, contained the following item that was received for information by unanimous consent:

- Fundraising Activity Quarterly Report to July 31, 2015

REPORT OF THE JOINT PENSION BOARDS [Appendix V]

BG.15-120 **Group Annuity Purchase of Defined Benefit Liabilities**

It was moved by R. Konrad, seconded by M. Wilson,

That the University purchase annuity policies through a competitive bid process among Canadian insurers to meet the remaining benefit obligations to Special Members in each plan.

Ms. L. Koza provided an overview of the recommendation, detailed in Appendix V, Annex 1, noting that the purchase of annuity policies transfers the risk and volatility of guaranteeing defined benefit pension obligations to an insurance company. It also removes administrative burdens and potential of future funding burdens from Western. She confirmed that a competitive bid process was in progress.

The question was called and CARRIED.

ITEMS REFERRED BY SENATE [Appendix VI]

BG.15-121 **Introduction of MAPP 7.15 – Post Approval Monitoring (PAM) Program Policy**

It was moved by A. Chakma, seconded by P. Jenkins,

That the new MAPP 7.15 – Post-Approval Monitoring (PAM) Policy as shown in Appendix VI, Annex 1, be approved, as recommended by Senate.

CARRIED

BG.15-122 **Revisions to MAPP 7.12 – Policy and Procedures for the Use of Animals in Research, Testing and Teaching**

It was moved by M. Lerner, seconded by T. Sutherland,

That revisions to MAPP 7.12, Policy and Procedures for the Use of Animals in Research, Testing and Teaching as set out in Appendix VI, Annex 2, be approved, as recommended by Senate.

CARRIED (By Unanimous Consent)

BG.15-123 **Revisions to MAPP 7.10 – Policy and Procedures – Standardized Training in Animal Care and Use**

It was moved by M. Lerner, seconded by T. Sutherland,

That changes to MAPP 7.10, Policy and Procedures - Standardized Training in Animal Care and Use as set out in Appendix VI, Annex 3 be approved, as recommended by Senate.

CARRIED (By Unanimous Consent)

BG.15-124 **Information Item Reported by Senate**

Appendix VI, Items Referred by Senate, contained the following item that was received for information by unanimous consent:

- Report of the Academic Colleague (November meeting)

REPORT OF THE GOVERNANCE REVIEW COMMITTEE [Appendix VII]

BG.15-125 **Report of the Governance Review Task Force**

It was moved by R. Konrad, seconded by J. Adams,

That the Board of Governors approve the Report of the Governance Review Task Force contained in Appendix VII, Annex 1.

M. Wilson, Chair of the Governance Review Task Force, thanked the task force members, all who had provided advice and input, and the University Secretariat for their time and effort in conducting the review. The focus of the report as a renewed commitment to good governance, with an emphasis on transparency and better interaction with Senate. He believed that implementation of the recommendations would make governors better stewards of the institution. Some measures could be put in place quickly while others would take time, but it was important to move forward.

The President offered his thanks to the members of the task force. He believed the report represented a step forward. He remarked on two recommendations in particular: strategic agenda setting which he believed the administration could help develop; and the notion that the Board should meet on occasion with no administrators present. This was a practice in place on a number of other boards on which he sat.

A member asked what a Board self-assessment process might involve. The Chair noted that there are any number of models that might be adopted and a wide range of materials were available. J. Adams remarked that the task force had already acquired a number of sample

instruments from other universities and from The Association of Governing Boards that could be considered.

A member remarked that she did not think the report went far enough; there should have been more acknowledgement of the deep-seated anxiety on campus about a range of issue beyond the president's compensation.

With respect to next steps, the By-Laws Committee would be tasked with developing and overseeing an implementation plan, with regular reports on progress. In carrying out its work, the By-Laws Committee should consider ways to interact with the Senate ad hoc Committee on Renewal whose review was still in progress.

It was suggested and agreed that the motion should be an approval in principle given that some of the recommendations would require additional research and review before they could be implemented.

It was moved by R. Konrad, seconded by J. Adams,

That the Report of the Governance Review Task Force be approved in principle.

CARRIED

The main motion, as amended was called and CARRIED.

The meeting adjourned to the confidential session.

C. Shah
Chair

I. Birrell
Secretary