

UNIVERSITY OF TORONTO

THE GOVERNING COUNCIL

JUNE 23, 2016

MINUTES OF THE MEETING OF THE GOVERNING COUNCIL held on June 23, 2016 at 4:00 p.m. in the Council Chamber, Simcoe Hall.

Present:

Ms Judy G. Goldring (Chair)
Ms Shirley Hoy (Vice Chair)
Professor Meric S. Gertler (President)
Mr. Faizan Sohail Akbani
Professor John S. Bland
Mr. Harvey Botting
Mr. David Norris Bowden
Mr. Jeff Collins
Ms Janet L. Ecker
Ms Susan Froom
Professor Avrum I. Gotlieb
Professor Hugh P. Gunz
Mr. Alex Iovic
Mr. Brian K. Johnston
Ms Claire M.C. Kennedy
Mr. Ray Khan
Mr. Mark Krembil
Mr. Nykolaj Kuryluk
Professor Ernest W.N. Lam
Mr. Brian D. Lawson
Ms Nancy Carolyn Lee
Professor Jan Mahrt-Smith
Dr. Gary P. Mooney
Mr. John Paul Morgan
Ms N. Jane Pepino
Professor Cheryl Regehr
Ms Catherine Riddell
Mr. Mark Henry Rowswell
Professor Hargurdeep Saini
Professor Andrea Sass-Kortsak
Mr. Howard L. Shearer
Professor Elizabeth M. Smyth

Professor Salvatore M. Spadafora
Professor Janice Gross Stein
Mr. Andrew Szende
Professor Steven J. Thorpe
Mr. Bruce Winter

Ms. Sheree Drummond, Secretary of the
Governing Council

Secretariat:

Ms Mariam Ali
Ms Sheree Drummond
Ms. Cindy Ferencz-Hammond
Mr. Anwar Kazimi
Mr. Patrick McNeill
Ms Rena Parsan
Ms Amorell Saunders N'Daw
Mr. David Walders

Regrets:

Mr. Preet Banerjee
Mr. P.C. Choo
Mr. Gary D. Goldberg
Ms Zabeen Hirji
Ms. Sandy Hudson
Professor Paul Kingston
Mr. Ridwan Olow
Ms Melinda M. Rogers
Mr. Riaz Sayani-Mulji
Professor Nicholas Terpstra
Mr. W. Keith Thomas
Mr. Lawrence Zhang

In Attendance:

Professor Mark Lautens, Member-Elect of the Governing Council

Ms Samra Zafar, Member-Elect of the Governing Council

Mr. Richard Nunn, Past Chair of the Governing Council

Professor Angela Hildyard, Vice-President, Human Resources & Equity

Professor Scott Mabury, Vice-President, University Operations

Professor Edward (Ted) Sargent, Vice-President, International

Ms Gillian Morrison, Assistant Vice-President, Divisional Relations & Campaigns, Division of University Advancement

Ms Bryn MacPherson, Assistant Vice-President and Chief of Protocol, Office of the President

Professor Sandy Welsh, Vice-Provost, Students

Dr. Tony Gray, Director, Strategic Research, Office of the President

Ms Nadina Jamison, Executive Director, Stakeholder Relations & Strategic Initiatives, President's Office

Ms Archana Sridhar, Assistant Provost

Ms Meredith Strong, Director, Office of the Vice-Provost, Students & Student Policy Advisor

Ms Nour Alideeb, President, University of Toronto Mississauga Students' Union (UTMSU)

Mr. Ramsey Andary, President, University College Literary & Athletic Society (UCLIT)

Ms Brienne Berry-Crossfield, Academics & Funding Commissioner, University of Toronto Graduate Students' Union (UTGSU)

Mr. Nicholas Grant, President, New College Student Council,

Ms Marise Hopkins, Vice-President, External, UTMSU

Mr. Mathias Memmel, Vice-President Internal and Services, University of Toronto Students' Union (UTSU)

Mr. Richie Pyne, Vice-President, External, Association of Part-time Undergraduate Students at the University of Toronto (APUS)

Mr. Saarthak Saxena, External Relations Director, University of Toronto Engineering Society

Mr. Daman Singh, Vice-President, UCLIT

Mr. Stephen Warner, Vice-President, External, Victoria University Students Administrative Council

Ms Cassandra Williams, Vice-President, University Affairs, University of Toronto Students' Union (UTSU)

Mr. Thomas Wood, Vice-President, Academics & University Affairs, Scarborough Campus Students' Union (SCSU)

IN ACCORDANCE WITH A DETERMINATION BY THE EXECUTIVE COMMITTEE, PURSUANT TO SECTIONS 28 (E) AND 38 OF BY-LAW NUMBER 2 OF THE GOVERNING COUNCIL, ITEMS 1 AND 17-20 WERE CONSIDERED BY THE GOVERNING COUNCIL *IN CAMERA*.

The Committee Moved *In Camera*.

1) Senior Appointment

On a motion duly moved, seconded and carried

IT WAS RESOLVED

THAT Professor Edward (Ted) Sargent be appointed Vice-President, International for a five-year term effective July 1, 2016 and continuing until June 30, 2021.

The Committee returned to Open Session.

2) Chair's Remarks

The Chair welcomed and thanked members for attending the last meeting of the governance year. She announced the appointment of Professor Edward (Ted) Sargent to the role of Vice-President, International. She invited University President, Professor Meric Gertler, to comment on the appointment. President Gertler said he was pleased to be welcoming Professor Sargent to the senior team, that he was an accomplished member of the Academy, a University professor and the current Vice-Dean, Research, for the Faculty of Applied Science & Engineering (FASE).

The Chair took the opportunity to welcome Mr. Richard Nunn, former Chair of the Governing Council, to the meeting. She then informed members that speaking requests had been granted to representatives from the following groups, all pertaining to the *Policy on Open, Accessible and Democratic Autonomous Student Organizations* agenda item:

- Association of Part-Time Students (APUS)
- New College Student Council
- Scarborough Campus Students' Union (SCSU)
- University College Literary & Athletic Society
- University of Toronto Engineering Society
- University of Toronto Graduate Students' Union (UTGSU)
- University of Toronto Mississauga Students' Union (UTMSU)
- University of Toronto Students' Union (UTSU)
- Victoria University Students' Administrative Council (VUSAC)

The Chair noted that additional individual speaking requests had been received and these had been declined. However, in each instance, the requestors had been invited to make submissions in writing, which had been distributed to the governors at the meeting.

3) Report of the President

Incident of June 13, 2016

The President began his report by referencing the incident of June 13, 2016 in which several buildings on the St. George campus, including the Faculty of Law, were placed under lockdown. The President commended the campus police who he said had done an excellent job of searching campus buildings and keeping the University community informed in close collaboration with Toronto Police Service (TPS). He thanked the campus community for responding calmly and TPS and campus police for their swift, considered action in ensuring everyone's safety.

The President noted that the incident had tested the University's response systems, which had worked well. As a result, many additional members of the University community had signed up for the emergency alert system and the administration was working to determine areas that could be enhanced. The President also encouraged governors who had not already done so to sign up for the emergency alert system.

Convocation

The President reported on Convocation 2016, which had seen 13,500 graduands cross the Convocation stage and in which more than 50,000 people participated, including family and friends. Ten extraordinary individuals were recognized with honorary degrees (Cynthia Barnhart, James K. Bartleman, Manjul Bhargava, Piers Handling, M. G. Venkatesh Mannar, Richard (Dick) Pound, Robert Putnam, David Schindler, Linda Schuyler, and Gerald (Gerry) W. Schwartz).

President Gertler noted that there had been a high degree of optimism among the new graduates, with a significant proportion of them having firm plans for their immediate future. He thanked the many governors who joined the processions and offered special thanks to the University Chancellor, the Honourable Michael Wilson, who presided over 17 convocation ceremonies and shook between 9,000 and 10,000 hands, warmly giving a bit of advice to everyone with whom he spoke.

The President also noted that Convocation presented an opportunity for the University to use its recently-approved Statement of Acknowledgement of Traditional Land. Fittingly this coincided with the honouring of the Honourable James Bartleman, former Lieutenant Governor of Ontario and a member of Ontario's Indigenous community.

The President concluded his remarks on convocation by mentioning that a call for nominations for honorary degrees for 2017 would be issued shortly and he encouraged members to submit nominations for one of the University's highest honours.

Federal Matters

Turning to federal politics, the President provided an update on the government's Post-Secondary Institutions Strategic Investment Fund (SIF) program and reported that the evaluation process was underway, that the project assessment process was expected to be completed by June's end and that announcements of successful SIF projects would be made during the summer and fall months.

President Gertler informed members that he had met with staff supporting the work of the Advisory Council on Economic Growth, chaired by Mr. Dominic Barton, Global Managing Director of the consulting firm McKinsey & Co., which had been tasked with finding solutions to enhance Canada's economic growth and development. The President said that he had discussed ideas on how the role of universities could be harnessed to help foster Canada's future prosperity. The President had offered the University's resources to help inform the Council's work and the Council staff had responded positively.

President Gertler also noted that on June 13, 2016 the Minister of Science, the Honourable Kirsty Duncan had announced a review of federal support for fundamental science. The membership of the independent panel included two former University of Toronto presidents, Dr. David Naylor, who would chair the panel, and Dr. Robert Birgenau. He also remarked that the interim president of the University of British Columbia, Dr. Martha Piper, had been named to the panel, which constituted strong representation from two of Canada's leading 15 research-intensive universities. The President informed members that he had been in touch with Minister Duncan to underscore the importance of having strong university representation on the panel and had expressed his appreciation for the calibre of the membership.

Provincial Matters

At the provincial level, President Gertler noted that Premier Kathleen Wynne's government was at the halfway point of its mandate and pointed to the recent cabinet shuffle (June 13, 2016) that had resulted in the renaming of the ministry responsible for colleges and universities and the appointment of a new minister. The Honourable Deb Matthews had been appointed as the Minister of the renamed ministry – Ministry of Advanced Education and Skills Development. The President noted that the former Minister responsible for colleges and universities, the Honourable Reza Moridi, would head the Ministry of Research, Innovation and Science. The President said that the University continued to await decisions stemming from the university funding formula review process and that University staff had been working closely with Ministry staff on that initiative.

Vice-Presidents Hildyard and Wolfson

President Gertler drew members' attention to the fact that it was the final Governing Council meeting for Ms Judith Wolfson, Vice-President, International, Government and Institutional Relations and that it would be the last regular Governing Council meeting for Professor Angela Hildyard, Vice-President, Human Resources and Equity, who would be staying on until September 30th. He congratulated them for their exceptional service to the University and led a round of applause from the governors.

Boundless Campaign

President Gertler provided an update to governors on the University's *Boundless* campaign, which finished the year with \$233 million raised, the second highest total in the University's history and the fourth year in a row in which fundraising exceeded \$200 million, bringing the University closer to the \$2 billion goal. He commented on the strong engagement of alumni and friends of the University and of our generous benefactors. The President said that the University continued to be involved in discussions on sustaining the momentum of the campaign and how best to respond to the pressing academic needs of the University. A further update would be provided in the fall.

Concluding his report, President Gertler noted that the Spring Reunion had been a great success, with more than 8,500 registrants – a record number. He noted that alumni engagement and pride were at all-time highs, which in turn had helped to lift the Annual Fund Campaign above \$12 million for the second year in a row.

4) Items for Approval***a) Policy on Open, Accessible and Democratic Autonomous Student Organizations***

The Chair invited Provost Cheryl Regehr to introduce the item. Professor Regehr, in turn, invited Professor Sandy Welsh, Vice-Provost, Students, to provide details on the proposal. Professor Welsh provided a summary on how student societies functioned and how fees to support them were collected; she noted that one of the key principles enshrined in the existing Governing Council *Policy for Compulsory Non-Academic Incidental Fees* was that student societies were to operate in an open, democratic and accessible manner. Professor Welsh said that the Provost's Office received complaints related to these principles, and that the existing *Policy* provided the Provost with the authority to review complaints once the societies' internal complaints mechanism had been exhausted. Furthermore, the existing *Policy* allowed for the withholding of fees if the society was found to be not operating according to these principles.

Professor Welsh explained that the proposed *Policy* had been developed based on feedback from students following a wide variety of discussions and consultations, building on the student summit held in 2013 and the Administrative response in 2014. Over the years, students had raised concerns regarding elections procedures and practices; voting irregularities; contraventions of the governance process; and the inappropriate use of funds. Professor Welsh told governors that the proposed *Policy* was developed to provide further clarity regarding the

terms “open, accessible and democratic” and to provide a mechanism whereby the students themselves had input into the resolution of complaints.

Professor Welsh said that the establishment of the *Policy* would create a transparent complaints process, giving students an opportunity to resolve the issues themselves. She said that the “Complaint and Resolution Council for Student Societies” (CRCSS), to be established under the proposed *Policy*, would review complaints once a student society’s own processes had been exhausted.

Professor Welsh noted that consultations around the *Policy* had built on the work that had commenced in 2012-2013 and that the draft *Policy* and supporting documentation had been broadly distributed. Meetings had been held with a wide range of groups in order to get feedback, and representatives of student societies had attended meetings where the principles underlying the proposed *Policy* and the formation of the CRCSS had been discussed. A student consultation website had also been created to broaden the consultation. Additionally, the proposed *Policy* had been presented at governance meetings, including Campus Affairs Committees at UTM and UTSC; and at the University Affairs Board. Professor Welsh reported that, based on feedback from students, changes were made to the proposed *Policy*.

Professor Welsh said that she was pleased that student societies had signalled their commitment to the continued betterment of services for their members and said that the proposed *Policy* was by no means a form of encroachment on their autonomy but that it provided greater continuity of best practices for student societies, whose leadership changes on an annual basis.

The Chair of the Governing Council then invited the Chair of the University Affairs Board (UAB), Mr. Andrew Szende, to provide an overview of the discussion that occurred related to the item at that Board’s meeting. Mr. Szende reported that a detailed discussion on the *Policy* had occurred at the meeting of the UAB. Mr. Szende said that at the meeting both students and the administration had demonstrated a commitment to the issues being addressed and that the vote in support of the proposed *Policy* carried overwhelmingly.

The Chair invited guest speakers to make their remarks to Governing Council.

Ms Brienne Berry-Crossfield, Academics & Funding Commissioner, UTGSU, speaking on behalf of the UTGSU, UTMSU, APUS and SCSU, said that their student societies represented 50,000 students and they did not support the *Policy* since, in their opinion, it only represented one viewpoint, that of UTSU, and did not effectively address issues brought forward by UTMSU and SCSU. Ms Berry-Crossfield stated that the *Policy* reflected a political approach and that the CRCSS represented an appeals body that would override student governance and that campaigns and activities would be vetoed by Simcoe Hall.

Ms Marise Hopkins, Vice-President, External, UTMSU, believed that complaints about the current process have come overwhelmingly from one student society, the UTSU and the proposed policy was a longer-term political approach by Simcoe Hall against students.

Mr. Richie Pyne, Vice-President, External, APUS, said that the policy only served to create an appeals body rather than addressing student concerns.

Mr. Thomas Wood, Vice-President, Academics & University Affairs, SCSU noted that the SCSU had not been a part of the 2014 Summit and that therefore, the policy originated from a flawed process. He also said that the proposed CRCSS would not take into account Scarborough's diversity and would perpetuate the under-representation of UTM and UTSC.

Mr. Saarthak Saxena, External Relations Director, Engineering Society, said that his student society endorsed the proposed *Policy*, which, if implemented, would allow student societies to stay open, democratic and accessible to their membership. He noted that there had been unsuccessful approaches to resolve issues involving the UTSU in the past. He encouraged those students in opposition to read the full *Policy* since its intent was to help student societies stay accountable to the students who elected them.

Mr. Ramsay Andary, President and Mr. Daman Singh, Vice-President, of the University College Literary and Athletic Society, said that their society was supportive of the proposed *Policy* and that they had participated in the consultations. They noted that a better way of resolving complaints was necessary without taking power away from students and that the proposed *Policy* was a solution that kept student societies accountable.

Mr. Stephen Warner, Vice-President External of VUSAC, said that the proposed *Policy* was a great addition to student society regulations and that strong accountability measures to resolve complaints were needed.

Mr. Nicholas Grant, President, New College Student Council, said that student societies should have nothing to fear since they should already be operating in a transparent and accountable manner. He encouraged governors to support the *Policy* for current and future students.

Mr. Mathias Memmel, Vice-President Internal and Service and Ms Cassandra Williams, Vice-President, University Affairs, UTSU, endorsed the *Policy* because, in their opinion, it was important to improve procedures for situations in which a student society did not conduct itself appropriately. The UTSU representatives told governors that the processes in the *Policy* would support democratic functioning of student societies, would engage with student societies and that there would be no threat to student autonomy.

A governor inquired whether it was possible to propose an amendment to the motion on the floor to include having the *Policy* reassessed in the future. In response, Provost Regehr told governors that the Provost's Office would be agreeable to present an annual report on the complaints that had been brought forward and that the *Policy* would be reviewed periodically to evaluate if it was meeting the needs of the University and its constituencies.

A governor commented that students had raised concerns about the process, including a perceived lack of buy-in from representatives of some student societies. The governor sought clarity on whether the CRCSS would be an adjudicative tribunal, and referenced legal challenges to student societies that were occurring in other jurisdictions across Canada (e.g. Ottawa—Carleton University, British Columbia and Quebec). The Provost responded that the University was responsive to changing policy and legal environments and that the University would

implement the *Policy*, if passed, and give the students and the CRCSS time to see how it worked, reporting back to Governing Council on an annual basis.

A governor commented that if student societies acted transparently, then the proposed *Policy* would not affect them and that no new powers were being given to the administration and that student societies needed to hold themselves accountable.

A governor asked whether the *Policy* was mandatory and the Provost replied that the *Policy* would be binding for all student organizations defined in the *Policy on the Recognition of Campus Groups and the Policy for Compulsory Non-Academic Incidental Fees*.

A governor inquired whether the proposed *Policy* provided less incentive for student societies to resolve issues themselves. The Provost replied that she felt student societies would be more motivated to have their internal processes be more robust so that complaints would not go forward to the CRCSS.

On motion duly moved, seconded and carried

IT WAS RESOLVED

THAT the proposed *Policy on Open, Accessible and Democratic Autonomous Student Organizations*, be approved, effective immediately, subject to approval of the revisions of the Terms of Reference of the University Affairs Board.

b) Revision to the University Affairs Board Terms of Reference

Mr. Szende reported that the proposed changes to the UAB Terms of Reference were a consequence of the proposed *Policy* just approved. The *Policy* included the creation of the “Complaint and Resolution Council for Student Societies” (CRCSS). He further explained that the purpose of the revision was to give authority to the UAB, by way of a recommendation from its Striking Committee, for the appointment of the Council’s Chair.

A governor asked how long the Council’s Chair would serve and Mr. Szende replied that it would be an annual appointment initiated by UAB’s Striking Committee. The governor commented that the UAB should be strongly encouraged to ensure that the Council Chair possess a legal background or experience dealing with quasi-judicial bodies. In reply, the UAB Chair said that the Striking Committee would ensure that the Council Chair have the requisite expertise.

On a motion duly moved, seconded and carried

IT WAS RESOLVED

THAT, the proposed revised Terms of Reference of the University Affairs Board be approved, effective June 23, 2016, replacing the Terms of Reference previously approved by the Governing Council on October 30, 2013.

c) Lab Innovation for Toronto (LIFT) Project – Project Approval and Funding Sources

Professor Scott Mabury, Vice-President of University Operations, informed governors that nine University divisions across 16 buildings and 54,000 nasms of space were on average 50 years old and that these facilities represented 47 percent of the University's total research space, which included 561 research labs, 800 researches and at least 5,600 students. He said that if the projects were approved, once completed, they would greatly improve and advance the research mission of the University.

The Chair of Academic Board, Professor Andrea Sass-Kortsak, was invited to provide an overview of the discussion that occurred with respect to the LIFT project. Professor Sass-Kortsak informed governors that the discussion at the meeting of the Academic Board had focused on two matters – the impact of the SIF on the University's deferred maintenance concerns and on what measures would to be taken to avoid time over-runs on the projects.

Professor Sass-Kortsak said that at the Academic Board meeting, Professor Mabury had noted that it was expected that deferred maintenance would be addressed by a considerable amount. The specific amount would be difficult to determine since the Facilities Condition Index only provided the cost of returning the building to its original functional performance while the goal in LIFT, for some buildings, was to fundamentally alter how they operated.

On the matter of possible time over-runs, Professor Mabury had reported to Academic Board that local plans to mitigate the secondary effects of the projects would vary across the nine divisions and that officials from the Office of the Vice-President, University Operations were mindful of the fact that many of the projects would be done *in situ*; and that they would work with the divisions to ensure minimum impact or delays.

On a motion duly moved, seconded and carried

IT WAS RESOLVED

THAT the Lab Innovation for Toronto (LIFT) Project submitted to the Federal Government's Strategic Investment Fund (SIF) is a priority for the University of Toronto and the institution will provide all required administrative Support for the completion of the project by April 30, 2018.

THAT the Lab Innovation for Toronto (LIFT) Project totalling approximately 54,300 NASM (net assignable square metres), to be funded from the following sources:

Strategic Investment Fund

Faculty of Arts & Science
Dalla Lana School of Public Health
Daniels Faculty of Architecture, Landscape and Design
Faculty of Dentistry
Faculty of Applied Science and Engineering
Faculty of Medicine
Faculty of Music
University of Toronto Mississauga
University of Toronto Scarborough

be approved.

d) University of Toronto Partnerships in Innovation and Entrepreneurship Complex – Approval and Funding Sources

Professor Mabury explained that the University was proposing to build Phase 1A of the three phase project of what would become one of the most powerful innovation clusters in North America. The UofT Partnerships in Innovation and Entrepreneurship Complex would be located on the current site of the Banting and Best Centre for Innovation and Entrepreneurship (BBCIE). Programmatically, the site would be situated within an important institutional research district, reinforced by the establishment of the MaRS Centre. As an innovation and entrepreneurship hub, it would be supporting 23 student-led start-up companies and would feature entrepreneurs from the University of Toronto, University of Waterloo and McMaster University.

Professor Sass-Kortsak added that the Academic Board discussion focused several matters, including a suggestion that the new proposed construction could provide an opportunity to name a building and whether the new proposed construction fell within the purview of the SIF. Professor Mabury had informed the Academic Board that the SIF guidelines did not advantage either new or old construction. However, the guidelines for SIF did favour environmental sustainability as a criterion – an area where the University with its newer buildings had set some of the highest standards across North America. Professor Sass-Kortsak said that the risk and mitigations strategies particularly in dealing with the church building on site – a listed property on the Toronto Heritage Register— had also been discussed at the Academic Board meeting. Professor Mabury had reported to Academic Board members that the administration was in consultations with the local city councillor and with consultants to find ways to incorporate some part of the church into the proposed construction.

On a motion duly moved, seconded and carried

IT WAS RESOLVED

THAT the U of T Partnerships in Innovation and Entrepreneurship Complex project submitted to the Federal Government's Strategic Investment Fund is a priority for the University of Toronto, and the institution is willing to provide all required administrative support for the completion of the Project by April 30, 2018.

THAT the U of T Partnerships in Innovation and Entrepreneurship Complex Project totalling approximately 5.780 NASM (nest assignable square metres), to be funded from the following sources:

- Strategic Investment Fund
- University of Toronto

be approved

e) Revision to the Business Board Terms of Reference (Section 5.1(c))

Ms Jane Pepino, Chair of Business Board, explained that the Investment Advisory Committee was being changed to an Investment Committee (IC) with a strengthened role to work with the UTAM Board and UTAM management staff on behalf of the President. Ms Pepino further added that the Investment Committee would be responsible for interacting with the UTAM Board and, as required, with the management staff of UTAM to convey the President's views and instructions, and to act on the President's behalf regarding relevant investment-related activities that were within the authority of the President. The Investment Committee would be constituted to have significant expertise to provide direct input to UTAM staff. Ms Pepino said that it was important to note that the IC was a committee of University management, not a committee of governance.

A governor sought clarification on the difference between the previous committee and the one being proposed. Ms Pepino said that the key difference was around greater collaboration between members of the Investment Committee and UTAM management. Ms Pepino also noted that governance committee members (Business Board, Pension Committee) would not see any changes in the amount of interactions with UTAM and IC and that they would continue to attend appropriate meetings.

The Chair advised that additional questions had been submitted prior to the meeting regarding the revisions. She called upon the President to respond. President Gertler pointed to the document titled *Terms of Reference and the Investments-Who Does What* which outlined the University's responsible investing principles and how investment decisions were introduced.

President Gertler noted that the IC and UTAM were subject to all University policies and procedures and were required to consider environmental conditions and follow the President's instructions with regard to University funds and would be required to follow the advice of the Pension Committee with respect to pension investments.

On a motion duly moved, seconded and carried

IT WAS RESOLVED

THAT, the proposed revised Terms of Reference of the Business Board be approved, effective June 23, 2016, replacing the amended Terms of Reference previously approved by the Governing Council on February 16, 2012.

f) Audited Financial Statements for the Fiscal Year ended April 30, 2016

The Business Board Chair was called upon to introduce the item. Ms Pepino explained to governors that the audited financial statements were examined in detail by the Audit Committee at its meeting on June 15th and that at the Business Board meeting of June 16th, the Chief Financial Officer (Ms. Sheila Brown) provided the Board with a brief overview and presentation of the highlights of the year's financial results. These highlights were contained in the Business Board report No. 227.

On a motion duly moved, seconded and carried

IT WAS RESOLVED

THAT the University of Toronto audited financial statements for the fiscal year ended April 30, 2016 be approved.

g) External Auditors: Appointment for 2016-17

In introducing the item, Ms Pepino noted that at its meeting on June 16th, the Business Board considered the recommendation from the Audit Committee regarding the annual appointment of the University's Auditors. It was reported to the Board that Ernst & Young LLP, who were first appointed in 2014-15, continued to perform well and were proactive in bringing issues and new developments forward. The firm had also met the University's very tight deadlines and heavy workload requirements for the various audits. The Audit Committee and Business Board supported that they be retained for the upcoming fiscal year (2016-17).

On a motion duly moved, seconded and carried

IT WAS RESOLVED

THAT Ernst & Young LLP be re-appointed as external auditors of the University of Toronto for the fiscal year ending April 30, 2017; and

THAT Ernst & Young LLP be re-appointed as external auditors of the University of Toronto pension plans for the fiscal year ending June 30, 2017.

CONSENT AGENDA

The Chair noted that, of the items listed on the Consent Agenda, five required approval, (items 5, 6, 7, 8, and 10) and that the others were for information only.

On a motion duly made, seconded and carried

IT WAS RESOLVED

THAT the consent agenda be adopted and items approved.

5. Faculty of Arts and Science: Proposal to establish the Anne Tanenbaum Centre for Jewish Studies (Extra-Departmental Unit C (EDU:C)) as an EDU: B

On a motion duly moved, seconded and carried

IT WAS RESOLVED

THAT the proposal to establish the Anne Tanenbaum Centre for Jewish Studies (Extra-Departmental Unit C (EDU: C)) as an EDU: B be approved effective July 1, 2016.

6. Faculty of Arts and Science: Proposal to Establish the Centre for Aboriginal Initiatives (extra-Departmental Unit C (EDU:C)) as an EDU: B; and to Rename the Centre for Aboriginal Initiatives as the Centre for Indigenous Studies

On a motion duly moved, seconded and carried

IT WAS RESOLVED

THAT the proposal to establish the Centre for Aboriginal Initiatives (Extra-Departmental Unit C (EDU: C)) as an EDU: B, be approved effective July 1, 2016; and

THAT that proposal to rename the Centre for Aboriginal Initiatives as the Centre for Indigenous Studies, be approved effective, July 1, 2016.

7. Administrative Update of the *Code of Behaviour on Academic Matters, 1995*

On a motion duly moved, seconded and carried

IT WAS RESOLVED

THAT the proposed amendment to Section C.II.(a).12 of the *Code of Behaviour on Academic Matters, 1995* pertaining to the appointment of co-chairs, as outlined in the Memorandum dated May 16, 2016, be approved, effective July 1, 2016.

8. Summer Executive Authority

On a motion duly moved, seconded and carried

IT WAS RESOLVED

1. THAT until the next regular meeting of the Governing Council or its appropriate committee or board, authority be granted to the President for:
 - (i) appointments to categories 2,¹ 3,² and 5³ of the *Policy on Appointments and Remuneration* approved by the Governing Council of the University of Toronto, dated May 30, 2007;⁴
 - (ii) approval of such additional curriculum changes as may arise for the summer and September 2016; and
 - (iii) decisions on other matters the urgency of which does not permit their deferral until the next regular meeting of the Governing Council or its appropriate standing committee or board.
2. THAT all actions taken under this authority be approved by the Chair of the Governing Council prior to implementation and reported to the appropriate committee or board for information.

9. Item for Information

- a) **Amendment to Constitution of the Board of Stewards of Hart House**

10. Minutes of the Previous Meeting of the Governing Council

The minutes of the May 19, 2016 meeting were approved.

11. Business Arising from the Previous Meeting

There was no business arising from the minutes of the previous meeting.

12. Reports for Information

Members received the following reports for information:

¹ Category 2 includes the positions of Vice-President, Secretary of the Governing Council, and University Ombudsperson, which are subject to the approval of the Governing Council.

² Category 3 includes the positions of Deputy Provost, Associate and Vice-Provosts, Chief Financial Officer, Senior Legal Counsel and Deputy Secretary of the Governing Council, which are subject to the approval of the Executive Committee, and are reported for information to the Governing Council.

³ Category 5 includes the head of Internal Audit (approved by the Business Board) and the Warden of Hart House (approved by the University Affairs Board); such appointments are reported for information to the Governing Council.

⁴ Approval of Academic Administrative Appointments until the next regular meeting of the Agenda Committee of the Academic Board shall be approved by electronic ballot and shall require the response of at least five members of the Agenda Committee.

- a) Report Number 204 of the Academic Board (May 30, 2016)
- b) Report Number 227 of the Business Board (June 16, 2016)
- c) Report Number 195 of the University Affairs Board (May 25, 2016)
- d) Report Number 19 of the University of Toronto Mississauga Campus Council (May 26, 2016)
- e) Report Number 19 of the University of Toronto Scarborough Campus Council (May 26, 2016)
- f) Report Number 482 of the Executive Committee (June 14, 2016)
- g) Report Number 75 of the Elections Committee (May 24, 2016)
- h) Report Number 24 of the Pension Committee (June 8, 2016)

END OF CONSENT AGENDA

13. Date of Next Meeting

The Chair advised members that the next Governing Council meeting was scheduled for Thursday, September 8, 2016 from 8:45 a.m. – 9:15 a.m. and that following the meeting, there would be a full-day orientation program for new and returning governors, from 9:30 a.m. to 4:30 p.m. She advised that more information would be provided over the summer.

14. Question Period

There were no questions.

15. Other Business

No other business was raised.

16. Closing Remarks

The Chair thanked governors for their overwhelming commitment to the University of Toronto and to governance and remarked that it had been an incredible experience to serve alongside them. She also thanked all the administrative assessors, including President Gertler and congratulated all governance constituencies on their fine work. She concluded her closing remarks by recognizing those governors who were completing their terms on the Governing Council.

Mr. Faizan Sohail Akbani

Mr. Faizan Akbani has been a governor since February of 2015 as a full-time undergraduate professional faculty student representative. During this time he served on the Executive Committee, Academic Board, Committee on Academic Policy and Programs, as well as the Business Board and its Striking Committee. Mr. Akbani, thank you for your service to the University I wish you the very best for your future academic pursuits.

Mr. Ridwan Olow

Mr. Ridwan Olow, a full-time undergraduate student at the University of Toronto Mississauga, has completed a one-year term on the Governing Council. During his term, he has served on the University Affairs Board and the Elections Committee. Mr. Olow, thank you for your service to the University and congratulations on completing your program. We wish you the very best for your future academic pursuits.

Mr. Riaz Sayani-Mulji

Mr. Riaz Sayani-Mulji has completed a one-year term as a full-time undergraduate professional faculty student representative. During his term, he has served on the Academic Board and the Planning & Budget Committee. Mr. Sayani-Mulji, thank you for your service to the University and best wishes for your continued academic pursuits.

Mr. Lawrence Zhang

Mr. Lawrence Zhang, a full-time undergraduate student representing New College, has completed a one-year term on the Governing Council. Lawrence served as a member of the University Affairs Board and its Striking Committee, and has been an active contributor to governance. Thank you, Lawrence, for your dedication to the University and best wishes for your studies and your future pursuits.

Mr. Raiyyan (Ray) Khan

Mr. Ray Khan has completed a one-year term on the Governing Council as a part-time undergraduate student representative from the University of Toronto Mississauga. Since his election to the Council he has served on the Academic Board and the Committee on Academic Policy & Programs. Mr. Khan, thank you for your contributions to governance and best wishes for your future studies.

Ms Sandra Hudson

Ms. Sandra Hudson is completing a one-year term as a graduate student representative and is a Master's Candidate at OISE. She served on the University Affairs Board and the Planning and Budget Committee. On behalf of Governing Council, please accept our best wishes in your continued studies.

Mr. Alex Iovic

Mr. Alex Iovic is completing a one-year term as a graduate student representative and is a Ph.D. Candidate in the Department of Physiology. Alex has been an engaged member of the Academic Board and the Business Board, and also served on the Advisory Committee for the Search for the Secretary of the Governing Council. Thank you for your contributions to governance at the University and best wishes for your future studies.

Professor John Bland

Professor John Bland has been a teaching staff governor since 2013. During that time, he has been an active member of Governing Council, serving on the Academic Board and the Academic Board Striking Committee, most recently as Vice-Chair of these bodies. In addition, Professor Bland also served as a member of the Business Board and the Advisory Committee for the Vice-President & Principal, UTSC. On behalf of the Governing Council, please accept our thanks for your contributions to governance.

Ms Nancy Lee

Ms Nancy Lee has completed a term of three years as an alumni governor. During this time she has been served on numerous boards and committees, including the Business Board, and this past year was Chair of both the University of Toronto Scarborough Campus Council and the Elections Committee. Ms Lee also sat at the Executive Committee table. In addition, Ms Lee was a member of the Advisory Committee on the Appointment of a Vice-President, Communications and the Committee to Review Campus Councils – and in both cases made significant contributions to those processes. In general, Ms Lee has generously contributed her expertise and her enthusiasm over her entire term as a deeply engaged governor. We wish you the very best for the future and we are confident that U of T will continue to benefit from your advice and from our loyalty in new ways in the years to come.

Dr. Gary Mooney

Dr. Gary Mooney has completed the maximum of nine years as a Government Appointee of the Council. During this time he has been a dedicated and engaged member (to say the least!) of numerous boards and committees including the Academic Board, Business Board, Committee on Academic Policy & Programs, the Elections Committee, the Pension Committees, the UTM Campus Council and the Executive Committee. Dr. Mooney's insightful contributions to the institution have made a lasting impact. Thank you for your dedication to the University of Toronto, Gary, and we wish you the very best for the future.

Professor Deep Saini

Professor Saini, Vice-President of the University and Principal of UTM has served on the Governing Council with dedication for the last three years as one of the two Presidential Appointees. Professor Saini played an invaluable role in the framing of the tri-campus governance structure and, through his wise counsel; he has seen its successful implementation.

Deep, thank you for being such an integral part of this process and, as recognized elsewhere, for being a true champion for UTM. We wish you all the best as you take on your new role in Canberra.

The Chair called upon President Gertler to comment on Professor Saini's service to the University. The President remarked that Professor Saini had made a profound impact on UTM, evidenced by the wonderful celebration of his term, the amazing speeches of praise, the political leaders in attendance and the strength of his student relationships.

President Gertler noted that Professor Saini had presided over a period of unprecedented growth and maturation of the UTM campus, and that he was known for his openness, warmth and approachability, particularly among students. The President said that UTM would feel his loss in significant ways and that the University would maintain links with Professor Saini, including in research.

The Chair also extended her gratitude to Professor Saini for his contributions to the University. She also took the opportunity to acknowledge Ms Judith Wolfson for her hard work as an unfailing advocate of the University over the last ten years in her capacity as Vice-President, International, Government and Institutional Relations.

The Chair called upon President Gertler to make closing remarks. The President offered his sincere thanks on behalf of the administration to the governors for their service to the University. He remarked that the Governing Council had been a source of guidance and oversight, noting that governance permeated all aspects of the institution. He said that the University was justifiably proud of its remarkable volunteers who themselves testified to the calibre of the University of Toronto.

He then thanked Chair Goldring for having been an extraordinary member of the Governing Council and for her tremendous commitment to the University. He noted that she had been appointed to the Council in July 2007 and had actively participated in key committees, including the Executive Committee. President Gertler remarked that Chair Goldring's nine years of service had been distinguished by her wisdom, understanding and integrity; her dedication to the success of the University and her commitment to fairness and excellence; and, not least, her kindness, sense of humour and great personal warmth. President Gertler said that it had been a privilege and a pleasure to work with her. On behalf of the University, he thanked Chair Goldring for all that she had done and continued to do for the University.

The Vice-Chair, Ms Shirley Hoy, stated that Ms Goldring had been a highly active Chair, attending and presiding over many events and meetings, including Executive Committee and Governing Council meetings. Ms Hoy also stated that Ms Goldring had participated actively in the Council of Ontario Universities, representing the University of Toronto and had set a very high bar for excellence at the University. Her focus had contributed to the effectiveness of the Governing Council, particularly in providing support and appropriate oversight to the President and his senior team. She further noted that Chair Goldring had provided solid leadership with outreach and engagement to governors and had improved the processes and structures in governance which helped to foster trust, respect and openness between governors and the President. Her tenacity and determination were evidenced when she had worked tirelessly to amend the *University of Toronto Act, 1971* to repeal subsection 2.4 concerning Canadian citizenship, which had helped to address a longstanding wish to enhance the diversity of the Council.

Ms Hoy stated that the Chair had played an important role in the presidential search process and that the University and the Governing Council had been well served by Chair Goldring. Ms Hoy concluded by thanking the Chair for her dedicated and distinguished service to the University of Toronto.

It was noted that Governor P.C. Choo, who was unable to attend the meeting, had provided comments to be included as part of the formal record.⁵

Chair Goldring expressed her sincere gratitude and told governors that it had been an honour to work with so many of them and that she had been impressed by their commitment and professionalism. She noted that this was also true of the assessors and the administrators. She said that the governors' capacity was phenomenal and she also thanked the Secretary of the Governing Council and her team for their support. She made special mention of the Vice-Chair, Ms Hoy, for being a solid, sage advisor and said that it had been wonderful getting to know the President and that she reveled in seeing how he was shaping the Institution. She closed by saying that it had been a true honour to serve the Institution.

The Committee moved *In Camera*.

17. Appointments: Membership of the Committee for Honorary Degrees, 2016-17

On a motion duly moved, seconded and carried

IT WAS RESOLVED

THAT the following proposed membership of the 2016-2017 Committee for Honorary Degrees be approved:

Administrative Staff

Mr Jonathan Hamilton-Diabo (Director, Aboriginal Student Services and Coordinator, Council of Aboriginal Initiatives)

Lay Members

Ms Mary-Jo Haddad (former President and CEO, The Hospital for Sick Children) *

Ms Rose M. Patten (former Chair of Governing Council) *

Ms B. Elizabeth Vosburgh (former Alumni Governor) *

Students

Ms Jenna Jacobson (PhD student, Faculty of Information)

TBD (full-time undergraduate student)

⁵ When I met Judy Goldring the first time, something in me told me that she would one day become Chair of Governing Council. Call it instinct, if you will, but that instinct had come to pass and Judy served three years as Chair when most Chairs only served a maximum of two. Judy, as your long and successful term draws to a close here at the University of Toronto, you can look back and reflect upon your many wonderful years at U of T. You have been a confidant, adviser, and above all, a friend, to Presidents and Governors and I for one, will always treasure the advice, counsel and support that you have given me over the years. I can proudly say that I worked under your leadership and your guidance. Your legacy of achievement and hard work is a shining example to all of us. On behalf of all administrative staff, I wish you the very best in all your future endeavours. Remember us fondly and visit often! With deepest appreciation. P. C. Choo, Governor for Administrative Staff, Governing Council, University of Toronto, June 2016

Teaching Staff

Professor Yu-Ling Cheng (Chemical Engineering) *

Professor Arthur Ripstein (Law and Philosophy)

Professor Locke Rowe (Biology) *

Professor Janice Stein (Political Science) *

*member of 2015-16 Committee

18. Non-Governing Council Members of the Pension Committee

On a motion duly moved, seconded and carried

IT WAS RESOLVED

THAT the membership of following individuals be renewed, along with the corresponding terms:

Ms Colleen Burke (term from July 1, 2016 to June 30, 2019)

Professor Jennifer Jenkins (term from July 1, 2016 to June 30, 2017)

Ms Kim Maclean (term from July 1, 2016 to June 30, 2019)

Ms Leanne MacMillan (term from July 1, 2016 to June 30, 2019)

Mr Alex McKinnon (term from July 1, 2016 to June 30, 2019)

19. Lab Innovation for Toronto (LIFT) Project – Total Project Cost

On a motion duly moved, seconded and carried

IT WAS RESOLVED

THAT the total project costs of the Lab Innovation for Toronto (LIFT) Project, as funded from the sources and in the amounts delineated in the documentation from the Vice-President, University Operations, dated June 14, 2016, be approved.

20. University of Toronto Partnerships in Innovation and Entrepreneurship Complex – Total Project Cost

On a motion duly moved, seconded and carried

IT WAS RESOLVED

THAT the project for the University of Toronto Partnerships in Innovation and Entrepreneurship (PIE) Complex (Phase 1A) with a space program of approximately 5,780 NASM (net assignable square metres), and with a total project cost, including the maximum amount of long term borrowing, as outlined in the documentation from the Vice-President, University Operations, dated June 16, 2016, be approved in principle.

In closing, the Chair thanked everyone for their hard work on the University's behalf.

The Governing Council returned to Open Session.

The meeting adjourned at 6:18 p.m.

Secretary

Chair

June 24, 2016