



**Item 9(a)
For Information**

Memorandum to: Members of the Business Board

From: William Gough
Chair, Working Group on Tri-Campus Matters

Louis R. Charpentier
Secretary of the Governing Council

Date: June 8, 2012

Subject: **Proposed Terms of Reference for University of Toronto Mississauga and University of Toronto Scarborough Campus Councils**

Over the past several weeks in the Board and Committee meetings leading up to the Governing Council meeting on June 25, 2012, we have made brief presentations on the proposed terms of reference for Campus Councils at University of Toronto Mississauga (UTM) and University of Toronto Scarborough (UTSC). (These presentations followed a series of consultations outlined later in this memorandum.) We also met with the Erindale College Council, UTM's current academic council. The purpose of our presentations was threefold:

- To provide members with highlights of the proposals for the Councils and their standing committees;
- To outline the consultation process in which we have engaged to develop the proposals; and
- To receive any feedback members had.

We appreciate greatly the thoughtful advice and the respectful dialogue that characterized these and our earlier consultations. The expressed concerns have led to a number of revisions that are reflected in the attached documents:

- Increased student representation on the Campus Councils, with a concomitant removal of a Presidential Assessor seat;
- The proposed Campus Councils' Executive Committees have been re-considered and re-structured to achieve its originally intended function – that of an agenda committee;
- Membership of the Campus Affairs Committees has been increased, adding more administrative staff, student and teaching staff members, and reducing the community members; and
- Nominating committee functions for community members have been incorporated into the proposed representative Agenda Committee and its expected open call for nominations process made explicit. As well, wording has been added to clarify that, when

recommendations for alumni appointments are developed, preference will be given to alumni of the relevant campus.

It is essential to emphasize that the proposed terms of reference, like all terms of reference for bodies of the Governing Council, define only governance responsibilities. The existing divisional and central administrative responsibilities and processes that relate to matters brought to governance remain unchanged and are the responsibility of the academic divisions, the Offices of the Vice-Presidents and Principals of UTM and UTSC and the University's central administrative offices. This means, for example, that proposals requiring the Provost's approval, as well as that of the Vice-President and Principal of a campus, will continue to follow the established consultation and vetting processes. The proposed changes will also not affect the existing interactions of campus-based groups and individuals with members of the University's senior administration.

Jurisdictional Information

Section 2(14) (e) of the *University of Toronto Act* empowers the Governing Council to "appoint committees and delegate thereto power and authority to act for the Governing Council with respect to matters, provided that where power and authority to act for the Governing Council are delegated, a majority of the members of the committee shall be members of the Governing Council." Section 2(14) (na) permits delegation of authority to act for the Governing Council to committees that lack a majority of members from the Governing Council in certain purely academic areas: examinations, student academic awards, admission standards, curriculum and academic requirements.

The Governing Council has established Boards and Committees and assigned responsibilities among those bodies through their terms of reference. The Governing Council has periodically approved changes in Board and Committee terms of reference to respond to changing circumstances and expectations of governance.

Previous Action Taken

On October 28, 2010, the Governing Council approved in principle the [*Report of the Task Force on Governance*](#) and the 32 recommendations outlined in the *Report*. The Governing Council also established an Implementation Committee led by then Vice-Chair Richard Nunn. The mandate of the Implementation Committee was to oversee and coordinate implementation of the Task Force's recommendations, ensuring appropriate participation among relevant bodies of governance, administrative offices and the Secretariat.

Since then, with the guidance of the Implementation Committee and collaboration among the Chairs and Vice-Chairs of the Governing Council and its Boards and Committees, the Presidential Assessors and the Secretariat, numerous changes to practice recommended by the Task Force have been introduced successfully. As well, on October 27, 2011 the Governing Council approved revisions to the Terms of Reference of its Boards and Committees and to By-law Number 2 on December 15, 2011. During the current year, too, the academic divisions have also been reviewing their Councils' constitutions, both for general updates and to ensure that their

responsibilities are consistent with the requirements of the University of Toronto Quality Assurance Process (UTQAP) for academic program review and approval. Together, the changes have encompassed most of the directions recommended by the Task Force. Its recommendations dealing with tri-campus governance are yet to be addressed, however.

Working Group on Tri-Campus Matters (WGTM)

Recommendation 20 of the Task Force on Governance specifically provided for the establishment of campus affairs committees for each of the three campuses to focus on campus, staff and student life matters specific to those campuses:

Recommendation 20 – Re-assign Selected Responsibilities to Academic Board, Business Board, Executive Committee and Campus Affairs Committees

THAT the Governing Council Secretariat, in consultation with relevant Board Chairs and Vice-Chairs, Presidential Assessors and Vice-Presidential designates from the UTM and UTSC campuses, develop a proposal for the Executive Committee's consideration regarding

- *the establishment of campus affairs committees for each of the three campuses to focus on campus, staff and student life matters specific to those campuses;*
- *assignment of current human resources, investment and security responsibilities of the University Affairs Board to the Academic and Business Boards; and*
- *assignment of elections oversight responsibilities to the Executive Committee, with the Elections Committee reporting to the Governing Council through the Executive Committee.*

In the Summer of 2011, the Implementation Committee established a Working Group on Tri-Campus Matters, chaired by Professor William Gough, a teaching staff governor, to focus on the implementation of Recommendation 20.

Planning Principles

The Working Group began by articulating a set of planning principles intended to guide the development of the campus councils and campus affairs committees as contemplated by the Task Force. In preparing this framework, the Working Group was mindful of the need to establish a foundation for the future, as well as to respond to present challenges. Present challenges include creating campus structures and processes that meet UTQAP requirements for academic program approvals and that can ensure appropriate local governance responsibility for campus and student services. The intended assignment of greater responsibilities to various levels of governance and, as appropriate, to the administration was a consistent and recurring theme in the input to the Task Force on Governance. Structures and processes developed for the UTM and UTSC campuses are expected to enhance campus-based decision-making and ensure accountability with respect to that responsibility. In future, the governance structure should also be responsive or easily adapted to changes to the institution's administrative organization.

Its early deliberations led the Working Group to propose a structure that included a Campus Council (CC) and three standing committees – the Academic Affairs Committee (AAC), the

Campus Affairs Committee (CAC) and the Executive Committee. On behalf of the Governing Council, the Campus Councils at UTM and UTSC would exercise governance oversight of campus-specific matters arising from the Academic Affairs and Campus Affairs Committees, as well as any matters assigned to them by Governing Council.

The Academic Affairs Committees would have responsibility for academic matters currently within the authority of the Erindale College Council (ECC) and the Council of the University of Toronto Scarborough. (Both existing bodies are constituted as and have the responsibilities of Faculty / College Councils.) The Campus Affairs Committees would have responsibility for campus-specific matters some of which currently rest with the University Affairs Board (for example, campus and student services, compulsory non-academic incidental fees, student societies in campus organizations, campus security, campus daycare). Others, such as those related to planning, budget and capital construction may rest within the existing Councils but their role is primarily advisory. The Executive Committee would be primarily an agenda-setting and coordinating body for the work of the Campus Council.

Key principles underlying this initial approach included:

- Reporting to the Governing Council, the Campus Councils would be comparable to Boards of the Governing Council and, as such, would comprise representatives of the five estates: administrative staff, alumni, government appointees, students and teaching staff.
- The Campus Councils would be roughly half the size of the Governing Council and would maintain the same proportionate distribution of members among the estates; half their membership would be internal and half external (alumni and community).
- For the internal members, non-governors would be elected by and from among their respective estates; for external members, appropriately transparent appointment processes would be established.
- Like other Boards of the Governing Council, the Chair and Vice-Chair would be governors.
- The Academic Affairs and Campus Affairs Committees would also comprise representatives of the five estates.
- Membership would include individuals from Campus Council, as well as members elected from among faculty, staff and students of the campus. Alumni and community members would be appointed through an established process. (For the purposes of the Campus Council and its Committees, community members would include alumni, LGIC appointees from the Governing Council and individuals in the broader community who have an interest in, commitment to or affiliation with the campus.)
- Responsible for academic matters, the AACs would reflect the structure of the Academic Board and divisional academic councils. That is, they would be relatively large bodies (50-75 members), with membership mirroring the distribution of estates on the Academic Board and intended to ensure a majority representation for teaching staff.
- The CACs would be roughly 25 members and, consistent with the composition of the University Affairs Board and the Planning and Budget Committee of the Governing Council, the majority of members would be from the internal campus community.
- The Executive Committees would be small (roughly 10 members) and their membership would reflect the distribution of the five estates on the Campus Council (taking into

account the expanded definition, noted above, to include members of the broader community).

It was expected that the CCs and their Executive Committees would be the same at both UTM and UTSC, but that the AACs and CACs would likely differ in size on the two campuses. Like all Boards and Committees of the Governing Council, the CCs and their Committees would operate in compliance with By-law Number 2 and would follow established practices.

Consultations

At the end of September, 2011, the Implementation Committee endorsed the principles and general approach recommended by the Working Group. With that endorsement, we undertook initial consultations on the proposed directions and met with the following individuals and groups for advice:

- Vice-President and Provost, Vice-Provost Students, Director, Office of the Vice-Provost, Students (October 4, 2011);
- Vice-President and Principal, UTSC (October 12, 2011)
- Chair, UTSC Council, who chairs the UTSC Task Force on Governance; (October 20, 2011);
- Vice-President and Principal, UTM (October 31, 2011);
- Chair, ECC, Chief Administrative Officer, Council Secretary (November 2, 2011);
- UTSC Executive Committee (November 8, 2011)
- UTSC Council (November 22, 2011)
- UTM Governance Review Committee (November 30, 2011)

Responses to the planning principles / framework were uniformly positive with general agreement on the proposed directions. It is important to note that, in parallel with the Task Force on Governance, UTSC's Council had undertaken its own governance review. Our discussions with the UTSC groups and individuals highlighted the shared directions that had emerged from the two processes.

Following these initial conversations and taking into account the advice we received, we reported to the Executive Committee on December 5, 2011 and requested its endorsement of the suggested Campus Council model. With the Committee's agreement, we engaged in further consultations, presenting the model to groups at both UTM and UTSC. Detailed consultation drafts outlining the structures and responsibilities for the Councils of both campuses and their respective standing committees were prepared and discussed, feedback from the discussions served to clarify and change the Terms of Reference.

Our consultations and reports to the Executive Committee and Governing Council are summarized below:

UTM Governance Review Committee (November 30, 2011; January 23, February 27,
March 19 and April 16, 2012)

ECC Executive Committee (January 18, February 29, March 28, 2012)

ECC (January 31, March 8, April 5, 2012, May 28, 2012)

UTM Town Halls (January 6 [faculty, staff, librarians], January 11 [students], April 12, 2012)

UTSC Executive Committee (November 8, 2011, March 6, 2012)

Council of the University of Toronto Scarborough (November 22, 2011 and April 24, 2012)

UTSC Town Hall (March 20, 2012)

Executive Committee (December 5, 2011; February 6 and March 29, 2012)

Governing Council (December 15, 2011; April 11, 2012)

Committee on Academic Policy and Programs (May 15, 2012)

Planning and Budget Committee (May 16, 2012)

Governing Council (May 17, 2012)

University Affairs Board (May 30, 2012)

Academic Board (May 31, 2012)

We will also be briefing the Executive Committee at its meeting of June 11, 2012.

Feedback and Change

The proposed terms of reference for the UTM and UTSC Campus Councils and their Executive, Academic Affairs and Campus Affairs Committees are identical with respect to their functions and total membership. There are differences with respect to membership of the Academic Affairs Committees because of the campuses' differing departmental structures, but both are roughly 60 members. Appendix 1 attached hereto provides an organizational chart.

Since the outset of the planning process, there has been consistent agreement on the mandates of the proposed Councils and their Committees and the greater delegation of responsibility for various campus-specific matters, increased clarity of decision-making roles and more well-defined accountability relationships to the Governing Council that the increased responsibilities entailed.

Discussion focussed primarily on details related to the intended size of the Campus Council and its Standing Committees and with respect to the representation of various constituencies on the bodies. Student representatives at UTM argued that the Councils and the AACs should be significantly larger, include more students (for example, representatives from each student society and *ex officio* members). At UTSC, it was suggested that there be greater administrative staff representation on the AAC and CAC. It is important to note that there has been ongoing discussion of *ex officio* members for student governments and associations. Our consistent position has been, however, that the principle of direct elections for the internal non-governor members be maintained. As well, *ex officio* positions in the Governing Council context are reserved for officers of the University and/or specifically defined positions in the Governing Council structure governance that have responsibility for bringing matters of business forward for consideration.

We also heard concerns about the proposed Campus Council Executive Committees (CCEX) with respect to their perceived responsibilities and their membership. The intent was that the Committees would function as agenda-setting bodies – essentially formalized agenda planning groups, not unlike the Agenda Committee of the Academic Board.

Another concern related to the Nominating Committee for External Members, both in terms of its membership and the transparency of the process they would follow.

Campus Council Membership

This advice was considered carefully and, in finalizing the Terms for Governing Council's consideration, we returned to the original principles of representation as endorsed by the Executive Committee and which are consistent with those expressed in the *University of Toronto Act (1971)*, the *Report of the Chairman's Advisory Committee on Governance (1988)*¹ and the *Report of the Task Force on Governance (2010)*. The proposed Terms of Reference, therefore, were to uphold the principle that the Campus Council reflect the membership of the Governing Council, with half of the members from the administrative staff, teaching staff and students of the campus, and half of the members external to the campus. The Academic Affairs Committee was to reflect the membership of the Academic Board, with representation from each academic department, as well as librarians, administrative staff and students.

As a result of our consultations we revisited the originally proposed membership of the Campus Council to determine if we had any flexibility to adjust membership and remain consistent with the Governing Council's membership distribution. We agreed, with the support of the President, that the proposed Presidential Assessor could be eliminated, recognizing that the required representation would be achieved with two *ex officio* members – the President and the Vice-President and Principal, UTSC/UTM. (This would be parallel to the President and two Presidential appointees on the Governing Council.) With this change, the number of student seats on the Campus Council has been increased from 3 out of 26 to 4 and would be the same ratio as that on the Governing Council, where there are 8 student seats out of 50.

Campus Affairs Committee Membership

We also looked for ways to address the expressed concern that the Campus Affairs Committee should have more administrative staff, student and teaching staff representatives and perhaps fewer community members. The net increase to the proposed model is four members: one administrative staff, two teaching staff and one student. Community members are reduced by one.

Our challenge was to define membership that has no one precise parallel in the current Governing Council structure. The CAC has two "parent" references: the Planning and Budget Committee and the University Affairs Board. Both require a majority of internal members but a somewhat different balance among the estates. We believe that the proposed membership strikes a reasonable balance and, importantly, provides the opportunity for additional representation.

Agenda Committees

Much concern was articulated about the proposed Executive Committees and what authority they were intended to have. Coupled with concerns about authority there were many suggestions to

¹ Also known as the *Balfour Report*, it established the structure of the Governing Council's Boards and Committees as they currently exist, as well as articulating important operating principles.

increase membership. With this feedback we recognized that the more appropriate reference for these committees was the Agenda Committee of the Academic Board, not the Executive Committee of the Governing Council. The revised terms focus their functions clearly on agenda-setting activities. Their membership, while large, is in line with that of the Academic Board's Agenda Committee. In addition to the Chair and Vice-Chair of the Campus Council, the proposed Campus Council Agenda Committees include the Chairs of the Councils' Standing Committees and a representative from each of the estates – administrative staff, community members, students and teaching staff.

Nominating Committees

Originally, we proposed a Nominating Committee for External Members for each of the Campus Councils. The Committee was to be composed of the following five *ex officio* members: Vice-President and Principal of the Campus; the Chair and Vice-Chair of the Campus Council; the Chair of the Academic Affairs Committee; and the Chair of the Campus Affairs Committee. It would make its recommendations to the CCEX which, in turn, would recommend the appointments to the Campus Council for approval.

Two key process concerns emerged from our consultations: the Committee was not seen to be representative and the nominating process was unclear. After consideration, we are proposing that the Agenda Committee serve as the nominating committee for community members. Following the Governing Council's normal Striking Committee process, there would be a broad call for nominations within the University community. It would also ensure that campus- and University-related alumni bodies and offices were engaged in the nominating process. We noted, too, the discomfort that some individuals expressed about the use of "external" to describe members who are not faculty, staff or students.

University Affairs Board

The University Affairs Board (UAB) will continue to be responsible for University-wide policies and procedures within its areas of responsibility. It will also be responsible for issues of campus, staff and student life that are specific to the St. George campus. The Provost's Office (specifically, the Vice-Provost, Students) and the relevant campus Vice-Presidents have the responsibility for ensuring that matters coming to the UAB, the Campus Councils, and the Campus Affairs Committees comply with policy and approved priorities. Consistent with the delegated responsibilities of the Campus Councils, membership of the UAB will be expanded to include the Chair or designate of each Campus Council.

We have included a preliminary draft of revised Terms of Reference for the University Affairs Board (UAB) at this time to provide you with additional context for the Terms of Reference for the Campus Councils and their Standing Committees. Should the Governing Council approve the Campus Councils' Terms, which would be effective on July 1, 2013, implementation will continue over the new academic year. As that process unfolds, it may be necessary to make additional revisions to the UAB Terms of Reference and, with that in mind, we propose to bring forward appropriate revisions in the Spring of 2013.

Review

As with any change process, implementation will highlight the need to refine and re-calibrate – and sometimes re-think – particular elements of a new model or process. Given the scope and importance of the proposed approach, the introduction of Campus Councils will merit a careful review. In this context, we would recommend that there be a review be undertaken by the Governing Council after the first full year of operation.

Action Sought

For information only.

Appendix 1

