



TO: University Affairs Board

SPONSOR: Ms Elizabeth Vosburgh
Chair, University Affairs Board

DATE: September 21 for September 28, 2010

AGENDA ITEM: 1

ITEM IDENTIFICATION: Orientation of Members to the Board

Welcome to the 2010-11 University Affairs Board. I will be the Chair for this year, and Mr. John Stewart will serve as the Vice-Chair.

Items that come before the Board for consideration are generally sponsored by the administration and are introduced by the Board's assessors. The University Affairs Board has two voting assessors:

- Professor Jill Matus, who is the Board's Senior Assessor. She is the Vice-Provost, Students; and
- Ms Lucy Fromowitz, the Assistant Vice-President, Student Life.

In addition, there are 8 non-voting assessors. Some will attend meetings regularly. Some will attend only when they have business coming before the Board. They are:

- Mr. Jim Delaney, Director, Office of the Vice-Provost, Students;
- Professor Angela Hildyard, Vice-President, Human Resources and Equity;
- Ms Anne MacDonald, Director of Ancillary Services;
- Professor Cheryl Misak, Vice-President and Provost;
- Mr. Mark Overton, Dean of Student Affairs at the University of Toronto at Mississauga;
- Mr. Desmond Pouyat, Dean of Student Affairs at the University of Toronto at Scarborough;
- Ms Elizabeth Sisam, Assistant Vice-President, Campus and Facilities Planning;
- Mr. Ron Swail, Assistant Vice-President, Facilities and Services.

How is the University Affairs Board Constituted?

There are 25 members of the Board: 4 administrative staff, 2 alumni, 1 government appointee, 8 students, and 2 teaching staff (plus the 2 voting assessors and 6 *ex officio* members). A majority consists of members from within the University community (administrative staff, teaching staff, and students). In addition, a majority are members of the Governing Council. (This majority is necessary for any committee with the delegated power to make decisions on behalf of the Council.)

The *ex officio* members include the Warden of Hart House, Dr. Louise Cowin, and the Dean of the Faculty of Physical Education and Health, Professor Ira Jacobs. The Chair and Vice-Chair of the Governing Council, the President, and the Chancellor are also *ex officio* members of all Governing Council Boards and Committees.

As mentioned, the Board has two voting assessors and eight non-voting assessors. The Secretary of the Governing Council, Mr. Louis Charpentier, is an *ex officio* non-voting member of all Boards and Committees. Mr. Henry Mulhall, Assistant Secretary of the Governing Council serves as Secretary to the Board.

Committees of the Board

The University Affairs Board has one Standing Committee – the Elections Committee. The Chair of the Elections Committee is Professor William Gough. Its role is to recommend the *Elections Guidelines* annually and to ensure that the elections processes for students, administrative staff and teaching staff to the Governing Council, and teaching staff and librarians to the Academic Board, are conducted fairly.

What is the role of the University Affairs Board?

The University Affairs Board is responsible for consideration of matters of a non-academic nature that directly concern the quality of student and campus life.

How does our work fit into Governance?

The governance system at the University of Toronto is a unique one in that it is **unicameral**. At most other universities there is a Board of Governors dominated by external appointees, and a Senate, dominated by the faculty, with responsibility for academic matters. In our case, there is a single governing body – the Governing Council. It consists of an equal number of external individuals – alumni and Government appointees – and internal ones – faculty, students and staff.

Much of the work of the Governing Council is, however, carried out by its three Boards. The Academic Board, with a majority of faculty, is responsible for academic matters and budget. The Business Board, with a majority of external members, is responsible for business matters.

The University Affairs Board has oversight of areas related to the “quality of life” at the University. Given its mandate, the Board has a high proportion of student and administrative staff members, compared to other Boards.

Our Relationship to other Boards in Governance

The UA Board interfaces with both of its sister Boards. While the Academic Board recommends priorities for the budget and for capital projects, the University Affairs Board must review and endorse capital projects in non-academic areas, for instance residences and day care facilities. The UAB also has a relationship with the Business Board, which sets out the financial policies that govern (for example) the residences and parking operations, for which the UAB is responsible.

Other Levels of Governance

It is important to remember that the Governing Council, while ultimately responsible for the governance of the University, is not the only level of governance within the institution. Each of the faculties and colleges has its own council and committees, which make key policy decisions affecting that division. All proposals for programs and courses and changes in degree regulations come to the Academic Board – or one of its committees - from a faculty council. It is important that the Governing Council respect the work that is done at that level, which is, after all, most knowledgeable about the division's affairs.

Similarly, some of the proposals considered by the UAB originate from local governance. There is a Board of Stewards at Hart House and a Council on Athletics and Recreation (CAR) at the Faculty of Physical Education and Health, for example, whose expertise and work should be respected – their work in the consideration of items of business is far more extensive than we can carry out here. The Board sees proposals for student society fees and by-law changes; there are of course governance structures in those bodies also.

What is the job of the UAB?

The Terms of Reference of the UAB are included in this package. The following areas are within the Board's responsibility:

- Campus and student services including: Academic Success, Accessibility Services, the Career Centre, the Centre for Community Partnerships, the Centre for International Experience, Crisis and Retention Services, First Nations House, Health and Wellness (including Health Promotions, Counselling and Psychological Services (CAPS) and Student Health Services), the Multifaith Centre, Student Housing Services, Student Life (including Student Leadership and Campus Community Development), athletics and recreation, residences, parking, food and beverage services, Hart House, and child care.
- Policies concerning student societies and campus organizations.
- The fees charged for the services and the student societies.
- Relations within the University community – that is, those policies that fall outside of our academic and employment policies. This includes non-academic discipline.
- Equity issues.
- Oversight of the Governing Council elections.

How does the Board do its job?

The job of the UAB is not to manage the University within its areas of responsibility. Our job is to be sure that the University is managed well within those areas.

The Board does that through several mechanisms:

Policies. First, we establish the policy framework. The Board approves, or recommends to the Governing Council for approval, particular policies. Some examples would include policies on freedom of speech, sexual harassment, non-academic discipline, day care, divestment, and campus security.

Other approvals. The Board is called upon to review, and if appropriate approve:

- **annual operating plans** for various campus and student services, including athletics and recreation, residences, food and beverage services, and Hart House.
- **By-law changes for incorporated student societies**, including the Students' Administrative Council (SAC), the Association of Part-Time Undergraduate Students (APUS), the Graduate Students' Union (GSU) and the Scarborough Campus Students' Union (SCSU).
- **Compulsory non-academic incidental fees** – the fees that support **student** services and the various campus or divisional organizations.
- The Governing Council *Elections Guidelines*.

How Does the Board Operate?

Proposals for approval are brought to the Board by its assessors. The Board reviews the proposals that require approval, and it usually approves them. If the Board has serious concerns, it may vote to refer the proposal back to the administration with a view to its considering specified changes or undertaking further review of some specified matter. If the Board thinks a proposal is just plain wrong, it can of course vote to reject the proposal outright.

The Board would **not normally amend** a proposal. It would be a very serious step, after only a brief discussion in this room, to amend a proposal that has been the outcome of very careful work by experts in the operating units and the senior officers of the University. Therefore, the **preferred step is to vote to refer a proposal back**. It does sometimes occur that the assessor will accept a relatively minor, friendly amendment. Having said that, this Board does have the formal authority to make amendments, but doing so would be a very serious and unusual step. The administration has the authority to withdraw consideration of any amended proposal so that it can give considered advice about the consequences.

It would also be very **unusual for a proposal to come to the Board from individual members**. Members who would like to see a proposal brought forward are urged, at least initially, to speak with the relevant assessor. That is not a dramatic way of getting something done, but it is often the most effective. There are, however, procedures in the Governing Council by-law by which members can bring a proposal to the Board. The Secretaries can tell you how.

Monitoring. The Board is also responsible for monitoring matters within its areas of responsibility. This function is carried out by **reviews of regular reports** brought to the Board for information. The Vice-Provost, Students usually makes an oral report at each meeting. There are also numerous annual reports. If you look over the Board's calendar of business, you will see a wide range of other reports that are provided each year.

Members are also welcome to **ask questions** about matters within the Terms of Reference under the “other business” item on each agenda. Members are encouraged to give the secretaries notice of questions prior to the meeting so that the assessor can be alerted and assemble the appropriate information in order to provide a full answer.

Agendas. Like the other Boards, the UAB has a small agenda planning group, made up of the Chair, the Vice-Chair, the Secretary and the assessors. It meets prior to each meeting to review items that are coming to the Board. That meeting sets the agenda for the Board. The group makes every effort to ensure that items have been appropriately prepared so that focused, constructive discussion and debate can occur.

Meeting materials. Meeting materials are normally provided one week prior to the Board meeting. Members are also sent an email message containing the url where they may view the agenda and supporting documentation (except confidential material) posted electronically on the Governing Council website.

Conduct of meetings. All members of the Board are fiduciaries, or trustees. They undertake a duty, when they accept membership on the Governing Council or one of its Boards, to act in the best interests of the University, and to exercise diligence in doing so. Members are individually and collectively stewards for the University. The *University of Toronto Act* makes this duty very clear: Section 2(3) states that “Members of the Governing Council [and by extension members of the Board] shall act with diligence, honestly and with good faith in the best interests of the University.”

The duty of the Chair is to conduct meetings in an orderly manner so that the Board, and all of its members, have the opportunity to carry out their fiduciary duty. Members are expected to act with civility and to add value to consideration of the matters before it. Meetings of the Board should be conducted in an atmosphere of respect and collegiality.

Members were encouraged to contribute to an atmosphere of “no surprises” by informing the Secretary, or the Chair, well before the meeting if they intend to: ask for more information before making a decision, move to refer a matter back to the administration, amend a motion, or make suggestions for the correction of minutes. Such notification will allow procedural and substantive advice to be given in a timely fashion. It might also be possible to provide the information requested in advance of the meeting.

The Board usually meets in open session, so that other members of the University can observe its deliberations. There are occasions when **people other than members will be invited to address the Board**. Sometimes guests associated with particular proposals or reports are invited to address the Board. At other times, other non-members with an interest in a matter may, well in advance of meetings, request permission to speak.

- Governing Council policy provides that when the leaders of the representative university groups, such as the Faculty Association or the representative students committees (APUS, GSU, SAC and SCSU) ask to speak to items on the Board’s agenda, their requests are normally granted. Student society leaders are urged to examine the Board’s calendar of business which is updated regularly on the Governing Council website.
- The most effective way for an individual or group to influence the outcome of an item under consideration is often to make their views known in advance to the relevant assessor. If they still wish to bring their views to the Board, they are encouraged to

prepare a written paper and provide it to the Secretary at least eight days in advance of the meeting. The submission will then be included in the agenda package, and members will have the opportunity to consider these views at the same time as the proposal. If individuals or groups wish to address the Board, they should let the secretaries know well in advance. If the groups share a common view, a joint presentation would be most effective.

- **Other speaking requests** may also be granted, provided in all cases that interventions by others do not prevent the members of the Board from having the time to carry out their duty to discuss items carefully and fully and to make decisions.
- Should the Board wish to hear any non-member, when the Chair has not granted a speaking request, then members can carry a **motion to that effect by a two-thirds majority**.
- All speakers – members and guests - are limited to a **maximum of five minutes** in the debate on any item.

In a similar vein, members of the Board, along with assessors and Governing Council staff, and those people only, sit around this table. If a member wishes to consult with a guest, then they are asked to leave the table to do so.

Being an Effective Member of the Board

Members of the Board can increase their effectiveness in the following ways:

First, a knowledgeable member is an effective member. This is a very complex institution, but there is a great deal of **background information** that is readily available. The Board's minutes and agenda packages are readily available on the Governing Council web site (<http://www.governingcouncil.utoronto.ca/Page4.aspx>), along with the Statement of Institutional Purpose, all Governing Council policies, planning documents, and the Board's terms of reference.

Most important, review the documentation provided with the agenda package. Members should do their homework. Asking for information that has been provided in the documentation wastes the time of the Board in carrying out its business.

Second, an effective member – one who has real influence on the Board – is one who is visibly working to serve the best overall interests of the University. Of course, all members bring to the Board their own perspectives as alumni, students, faculty, and so on. But effective members are those who earn respect and influence by showing an understanding of many issues – not only those affecting their own constituency - and clearly seeking outcomes that serve the University well.

On a final note, the Office of the Governing Council is there to support the governance process. If members require assistance with policy, documentation, process, etc. they are encouraged to get in touch with the secretary to request the relevant information.