FOR APPROVAL   **PUBLIC**   *OPEN SESSION*

TO:	Governing Council
SPONSOR: **CONTACT INFO:**	Sheree Drummond, Secretary of the Governing Council sheree.drummond@utoronto.ca
PRESENTER: **CONTACT INFO:**	See above
DATE:	October 21, 2021 for October 28, 2021
AGENDA ITEM:	4 (c)

ITEM IDENTIFICATION:

Revisions to the *Terms of Reference* of the Planning and Budget Committee, the Academic Board, the Business Board, and the UTM and UTSC Campus Councils, and Campus Affairs Committees

JURISDICTIONAL INFORMATION:

Under Section 2(14)(e) of the *University of Toronto Act, 1971*, 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 terms of reference to respond to changing circumstances and expectations of governance.

GOVERNANCE PATH:

1. UTM Campus Affairs Committee [For Information] (September 13, 2021)
2. UTSC Campus Affairs Committee [For Information] (September 14, 2021)
3. Planning and Budget Committee [For Information] (September 23, 2021)
4. Business Board [For Information] (October 5, 2021)
5. UTM Campus Council [For Information] (October 6, 2021)
6. UTSC Campus Council [For Information] (October 7, 2021)
7. **Academic Board [For Information] (October 12, 2021)**
8. **Executive Committee [For Endorsement and Forwarding] (October 19, 2021)**
9. **Governing Council [For Approval] (October 28, 2021)**

PREVIOUS ACTION TAKEN:

The Terms of Reference of the UTM and UTSC Council and Committees and the Planning and Budget Committee were most recently revised in June 2021. The *Terms of Reference* (TOR) were amended to include reference to the relevant policies and associated guidelines in considering proposals to establish, disestablish, or significantly restructure academic units.

Governing Council, October 28, 2021
*Revisions to the Terms of Reference of the Planning and Budget Committee, the Academic Board, the Business
Board, and the UTM and UTSC Campus Councils, and Campus Affairs Committees*

The *Terms of Reference* of the Academic Board were most recently revised in October 2019. These changes were related to membership composition.

Revisions to the Business Board *Terms of Reference* were approved by Governing Council on December 14, 2017, replacing the *Terms of Reference* previously approved on June 23, 2016, related to the authority to approve real estate purchases or disposal of real estate.

HIGHLIGHTS:

The proposed changes to the UTM and UTSC Campus Councils and Campus Affairs Committees (CCs and CACs), the Planning & Budget Committee, the Academic Board, and the Business Board *Terms of Reference (TORs),* arise out of the new proposed *Policy on Capital Planning and Capital Projects (See Item 4c)*. Changes to the TORs are intended to update them with respect to policy requirements, enhance the ability of governance bodies to execute their respective mandates and to better align, as appropriate, the TOR with current practices.

These changes include reference to the Capital Projects approval levels, clarification of project budget increases and changes in scope to reflect the revisions to the *Policy* effective October 28, 2021. Further, the scope of authority for each of these governance bodies about the approval and recommendation of capital projects, has been clarified.

An additional change specific to the Business Board has been made to Section 5.2: *Capital Projects including the acquisition of land, development and construction of new buildings and physical infrastructure; and Four Corners and Infrastructure Projects*. The proposed revisions pertain to the specific role of the Business Board for the approval of the financing and execution of capital projects, *Four Corners* and infrastructure projects, property acquisitions, capital leases, and real estate partnerships.

FINANCIAL IMPLICATIONS:

None

RECOMMENDATION:

> Be It Resolved
>
> THAT subject to the approval of the *Policy on Capital Planning and Capital Projects,* that the proposed revised *Terms of Reference* of the Planning and Budget Committee, the Academic Board, the Business Board, and the UTM and UTSC Campus Councils, and Campus Affairs Committees dated October 21, 2021 be approved, effective October 28, 2021.

DOCUMENTATION PROVIDED:

1. UTM Campus Affairs Committee *Terms of Reference* (track changes version)
2. UTSC Campus Affairs Committee *Terms of Reference* (track changes version)
3. UTM Campus Council *Terms of Reference* (track changes version)
4. UTSC Campus Council *Terms of Reference* (track changes version)
5. Planning & Budget Committee Terms of Reference (track changes version)
6. Business Board *Terms of Reference* (track changes version)
7. Academic Board *Terms of Reference* (track changes version)

University of Toronto Mississauga Campus Affairs Committee

1. MEMBERSHIP

1.1 Composition

Total membership of the University of Toronto Mississauga Campus Affairs Committee (UTM Campus Affairs Committee) will be **34** members and will include three voting administrative assessors appointed by the President. A majority of the Committee must be from among the internal members (administrative staff, students, and teaching staff).

CONSTITUENCY [1]	CAMPUS COUNCIL	NON-CAMPUS COUNCIL	TOTAL
Administrative Staff	1	3	4
Community Members (including Alumni, LGIC Appointees and other members of the community) [2]			
Governor	0 - 2		
Non-governor	2- 0	2	4
Teaching Staff			
Governor	0-1		
Non-governor	2-1	7	9
Librarians			
Non-governor	0	1	1
Students [3]			
Governor	1 - 0		
Non-governor	0 - 1	6	7
Presidential Assessors			
Vice-Principal, Academic and Dean		1	1
Chief Administrative Officer, UTM		1	1
Dean of Student Affairs		1	1
Ex Officio			
Chancellor	1	0	1
Chair, Governing Council	1	0	1
Vice-Chair, Governing Council	1	0	1
President	1	0	1
Vice-President and Principal, UTM	1	0	1
Chair, AAC or designate	1	0	1
TOTAL	**12**	**22**	**34**

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[1] Constituency definitions are provided in the *University of Toronto Act*, 1971.

[2] "Other members of the community" refers to individuals in the broader community who have an interest in, commitment to or affiliation with the campus.

[3] Students include UTM-registered and UTM-affiliated students. UTM-affiliated students include but may not be limited to School of Graduate Studies students affiliated with the UTM campus (graduate students) and Faculty of Medicine (Mississauga Academy of Medicine) students affiliated with the UTM campus (undergraduate students).

The Secretary of the Governing Council is an *ex officio*, non-voting member.

The President may appoint annually University Officers as non-voting assessor members of the Council in addition to the three voting assessors.

1.2 Term

Terms begin on July 1 and continue to June 30.

1.3 Appointment/Election of Members of the UTM Campus Affairs Committee

1.3.1 Governing Council Members of the UTM Council and UTM Campus Affairs Committee

The Governing Council members of the UTM Council are appointed annually by the Governing Council and may be re-appointed to the UTM Council and its Committees subject to their continued membership on the Governing Council.

1.3.2 UTM Council Members of the UTM Campus Affairs Committee

The UTM Council members of the UTM Campus Affairs Committee are appointed annually by the UTM Council on the recommendation of the UTM Council Agenda Committee and may be re-appointed subject to their continued membership on the UTM Council.

1.3.3 Election of Administrative Staff, Librarians, Students and Teaching staff of the UTM Campus

Non-Governing Council, non-UTM Council members will be elected by and from among their respective estates in a manner consistent with elections for the Governing Council as overseen by the Elections Committee of the Governing Council. Administrative staff, librarian staff and teaching staff are normally elected for three-year terms and may serve on the UTM Campus Affairs Committee for a maximum of nine consecutive years. Students are elected for one-year terms and are eligible to be re-elected. Student representation from undergraduate and graduate constituencies and from a variety of academic units and programs will be sought.

1.3.3.2 Appointment of Community Members

The representative UTM Council Agenda Committee will serve as a nominating committee for community members (alumni and other individuals from the broader community with a close relationship with the campus) of the UTM Campus Affairs Committee. Membership of this Committee is outlined in Section 1 of the UTM Council Agenda Committee terms of reference. In fulfilling its responsibilities as a nominating committee, the UTM Council Agenda Committee will issue a broadly-based call for nominations for community members of the Campus Affairs Committee. In developing recommendations for community appointments, preference will normally be given to alumni of the UTM campus. The UTM Council Agenda Committee will recommend the community membership to the UTM Council, which is responsible for appointing those members. When serving as the nominating committee, the UTM Council Agenda Committee meets *in camera*.

1.4   Chair and Vice-Chair of the UTM Campus Affairs Committee

The Chair and Vice-Chair of the UTM Campus Affairs Committee shall be appointed annually by the UTM Council from among the members of the UTM Council on the recommendation of the UTM Council Agenda Committee.

2. QUORUM

One-third of the voting members (normally ten) shall constitute quorum.

3. SUBCOMMITTEES

3.1 Standing Subcommittees

The Committee may establish subcommittees to deal with matters within its purview.

4. FUNCTION

In general, the UTM Campus Affairs Committee is concerned with matters that directly concern the quality of student and campus life. The Committee is also responsible for monitoring, reviewing and making recommendations concerning a broad range of planning issues and priorities and for the use of campus resources. Many of the matters within the Committee's scope are matters that have an impact on relationships amongst units on the campus and relationships between the campus and the community at large. The Committee recommends matters for approval to the appropriate body of the Governing Council, through the UTM Council.

5. AREAS OF RESPONSIBILITY

5.1 The following areas are within the responsibility of the UTM Campus Affairs Committee:

> Budget
> Campus and student services
> Campus Master Plans Campus
> security
> Campus strategic plan
> Capital ~~plans,~~ projects and space
> Child care
> Co-curricular programs, services, and facilities
> Compulsory non-academic incidental fees
> Establishment, termination or restructuring of academic units [4] and proposals for Extra-
>   Departmental Units (EDU-As and Bs) (planning and resource implications)
> Relations with the campus' external community
> Student societies and campus organizations

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[4] For concurrence with the recommendation of the UTM Academic Affairs Committee.

5.2 Levels of Approval

5.2.1 Matters Requiring Approval by the Governing Council

- Budget (as part of the University's annual operating budget)
- Campus Master Plans
- Capital ~~plans,~~ projects and space [5]
- Establishment, disestablishment or restructuring of academic units and proposals for Extra-Departmental Units (EDU-As and Bs) (following consideration by the UTM Council)
- New policy and major policy changes concerning campus co-curricular programs, services and facilities

5.2.2 Matters Requiring Approval by the UTM Council

- Campus and student services
- Campus security
- Child care
- Co-curricular programs, services, and facilities
- Compulsory non-academic incidental fees
- Individual project planning reports
- Relations with the campus' external community
- Student societies and campus organizations

5.3 Campus and student services

5.3.1 Ancillaries

a) Policy

The UTM Campus Affairs Committee is responsible for policy affecting the operation of the campus's service ancillaries. [General financial policies governing these and other University ancillaries are the responsibility of the Business Board.]

b) Operations

Each year the UTM Campus Affairs Committee considers and recommends to the UTM Council for approval the operating plans for the campus and student services ancillaries. The plans describe the services and programs proposed to be offered within the financial parameters set by the University's operating budget and financial policies and include each ancillary's annual operating budget. Specifically, the plans outline changes to programs and levels of service, categories of users, accessibility, and compulsory or optional fees.

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[5] The level of approval required for individual projects is outlined in the *Policy on Capital Planning and Capital Projects* ~~Approval path will be determined pursuant to the Policy on Capital Planning and Capital Projects.~~

5.3.2 Campus Co-Curricular Programs, Services and Facilities

a) Policy

Policy matters concerning the Campus's co-curricular programs, services and facilities are the Committee's responsibility. New policy and major policy changes require the approval of the Governing Council.

b) Operations

Annual approval of the campus's co-curricular programs', services' and facilities' operating plans is the responsibility of the Committee. The plans describe the services and programs proposed to be offered within the financial parameters set by the University's operating budget and financial policies. The plans outline changes to programs and levels of service, categories of users, accessibility, and compulsory or optional fees.

5.3.3 Other campus and student services

The Committee is responsible for policy concerning campus and student services and for overseeing their operation. Changes to the level of service offered, fees charged for services and categories of users require the Committee's approval.

5.4 Compulsory non-academic incidental fees

5.4.1 Student services, representative student committees and campus organizations

Fees are approved by the UTM Council on the recommendation of the UTM Campus Affairs Committee.

5.4.2 Campus student societies

Fees are approved by the UTM Council on the recommendation of the UTM Campus Affairs Committee.

5.5 Student societies and campus organizations

5.5.1 Policy

The Committee is responsible for policy concerning representative student societies and campus organizations.

5.5.2 Constitutions, articles of incorporation, corporate by-laws

The Committee is responsible for approving constitutions, articles of incorporation and corporate by- laws[6] for incorporated student societies and campus organizations for which the University collects fees.

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[6] Only those sections of by-laws of incorporated bodies that are "reserved" at the time of the initial approval require approval upon change.

5.6 Campus and facilities

5.6.1 Capital Priorities List and Campus Master Plans~~Capital guidelines and plans~~

Plans are recommended to the Governing Council, through the UTM Council, for consideration.

Capital Priorities List are presented annually for information.[7]

5.6.2 Individual plans and capital projects ~~Individual plans and projects~~

The Committee considers reports of project planning committees for UTM capital projects [8] and recommends to the UTM Council approval in principle of projects (i.e. site, space plan, overall cost and sources of funds) with a capital cost as specified in the *Policy on Capital Planning and Capital Projects*. [The Business Board is responsible for approving any financing ~~the establishment of appropriations~~ for individual projects and authorizing their execution within the approved costs.] The level of approval required is dependent on the type and cost of the project.[9]~~project. Significant changes to a space program/approved project require the same level of approval as the original proposal~~.

5.7 Campus Operating Budget

The Committee receives a status report on campus strategic priories prior to the start of the administrative budget review process.

The campus operating budget is presented for information following the administrative budget review process and the approval by Governing Council of the institutional operating budget.

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[7] The *Policy on Capital Planning and Capital Projects* states that states *that a presentation of Capital Projects prioritized for the year in response to existing and anticipated program needs, will be made annually at the first meeting of the relevant governance bodies. This presentation will set out the strategic importance of prioritized Capital Projects as part of the University's strategic and operational planning process so as to provide context for the Capital Projects expected to be coming forward to governance bodies in that year.* SECTION 1(b)

[8] *Capital Projects include development and construction of new buildings and physical infrastructure to support University facilities, construction of Leasehold Improvements, Property Acquisitions, Real Estate Partnerships, Capital Leases, and/or renovations other than Deferred Mainten*ance. See further definitions set out in the *Policy on Capital Planning and Capital Projects*.

[9] The current requirements, as defined in the *Policy on Capital Planning and Capital Projects*, are:

All projects requiring short and long term financing

If a project will require financing as part of the funding, the project proposal must be considered by the Business Board.

Approval Levels:

Level 1 Capital Project: A Capital Project with a cost up to $10 million.

Level 2 Capital Project: A Capital Project with a cost between $10 million and $50 million.

Level 3 Capital Project: A Capital Project with a cost in excess of $50 million.

Changes in Scope and Project Budget Increases
Changes in scope and project budget increases require approval as set out in the *Policy on Capital Planning and Capital Projects*, Section 4 Governance, Subsections (e) and (f).

5.8. Academic units and programs

5.8.1   Establishment, Disestablishment or Restructuring of Academic Units

The Committee makes recommendations to the UTM Council on plans and proposals to establish, disestablish, or significantly restructure academic units, here defined as faculties, schools, colleges, departments [10], centres and institutes with teaching, or teaching and research functions, undergraduate degree programs, and graduate degree programs, regardless of the source of funds.

Proposals to establish Extra-Departmental Units are considered and recommended for approval pursuant to the *Policy on Interdisciplinary Education and Research Planning* and pursuant to *University of Toronto Guidelines for Extra-Departmental Units.*

Proposals to disestablish or significantly restructure academic units are considered and recommended pursuant to the *Policy and Procedures for Faculty and Librarians on Academic Restructuring.*

5.8.2   New Program Proposals

Where a proposal for a new program, as defined by the *University of Toronto's Quality Assurance Process*, will have substantial resource implications requiring additions to a division's approved budget, or where there are significant effects outside of the division offering the program, the Committee advises the UTM Council [through the UTM Academic Affairs Committee] on the planning and resource implications of the proposal. [The UTM Academic Affairs Committee has responsibility for considering the curricular aspects of academic program proposals.]

[Proposed program changes that would not require the allocation of additional resources from sources outside the division and would not have significant effects outside of the division offering the program, do not require the attention of the Committee.]

5.9 Annual reports

The Committee receives, annually from its assessors, reports on matters within its areas of responsibility, including statements of current issues, opportunities and problems, and recommendations for changes in policies, plans or priorities that would address such issues.

The Committee receives annually, from the appropriate administrators, reports on services within its areas of responsibility, including but not limited to campus police and campus organizations. These reports are submitted to the University Affairs Board for information.

6. PROCEDURES

6.1 Meetings

The UTM Campus Affairs Committee normally meets in open session but may, pursuant to section 33 of *By-law Number 2* of the Governing Council, meet in closed session or *in camera* when: (i) matters may be disclosed at the meeting of such a nature, having regard to the circumstances, that the desirability of avoiding open discussion thereof outweighs the desirability of adhering to the principle that meetings be open to the public; or (ii) intimate financial or personal matters of any person may be disclosed at the meeting or part thereof. The UTM Campus Affairs Committee

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[10] For concurrence with the recommendation of the UTM Academic Affairs Committee.

will use the procedures set out for the meetings of the Committees of the Governing Council.

6.2 Agenda

In establishing the agenda for meetings of the Committee, the Chair will usually be advised by an agenda planning group that includes the Vice-Chair and the voting and non-voting assessors. The proposed agenda for a meeting, together with background documentation, is reviewed at an agenda planning meeting, usually scheduled ten to fourteen days prior to the Committee meeting.

Notwithstanding the usual procedure for establishing the agenda for meetings, matters may be added to the agenda of a current or subsequent meeting, as provided in sections 32 (d), (e) and (f) of *By-law Number 2* of the Governing Council.

6.3 Consent Agenda

The Chair, in consultation with the agenda planning group, may determine that an item should be placed on a "consent" portion of the agenda. Those items are not given individual consideration by the Committee unless a member so requests. Rather, members with questions for clarification, or requests for further information, contact the assessor or other contact person shown on the item in advance of the meeting. Members with concerns who would like an item to be discussed by the Committee should notify the Secretary at least 24 hours in advance of the meeting. Upon the request of any member, the matter will be considered by the Committee in the usual manner.

Where a consent item requires a resolution of the Committee, and where no member has requested consideration of the item in the usual manner, the motion will be placed before the Committee and seconded, and it will normally immediately proceed to a vote without introduction or discussion.

Where a consent item is for information only, and where no member has requested consideration of the item in the usual manner, the item will normally be taken as received by the Committee without introduction or discussion.

6.4 Additional Reports for Information

To keep members abreast of developments in a timely manner, certain reports for information required by these terms of reference and others as decided by the Committee Chair from time to time will be considered by the members of the UTM Campus Affairs Committee following their electronic publication. Members will be notified once the reports are made available. Members who have questions about a report will be invited to contact the sponsor of the item. Members with concerns about the report who would like it to be discussed by the Committee should notify the Secretary at least fourteen days in advance of the next meeting to enable consideration by the agenda planning group. The report will be considered by the Committee at that meeting in the usual manner.

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June 25, 2012 - Approved by the Governing Council.
December 13, 2012 - Revisions approved by the Governing Council – Membership for Campus
    Council, Academic Affairs Committee and Campus Affairs Committee.
June 25, 2014 – Revisions approved by the Governing Council – Changes to the Distribution of Seats and

Length of Terms on the UTM and the UTSC Campus Council and their Standing Committees

November 18, 2016 – Replace *Policy on Diploma and Certificate Programs* with *Policy on Certificates (For Credit and Not-For-Credit),* approved on February 25, 2016.

February 15, 2017 – Revisions approved by Governing Council – Membership of the Academic Affairs Committee

October 29, 2020 – Revisions approved by the Governing Council

June 24, 2021 – Revisions approved by Governing Council

October 28, 2021 – Revisions approved by Governing Council

University of Toronto Scarborough Campus Affairs Committee

1. MEMBERSHIP

1.1 Composition

Total membership of the University of Toronto Scarborough Campus Affairs Committee (UTSC Campus Affairs Committee) will be **34** members and will include three voting administrative assessors appointed by the President. A majority of the Committee must be from among the internal members (administrative staff, students, and teaching staff.

CONSTITUENCY[1]	CAMPUS COUNCIL	NON-CAMPUS COUNCIL	TOTAL
Administrative Staff	1	3	4
Community Members(including Alumni, LGIC Appointees, and other members of the community)[2] Governor Non-governor	0 - 2 2 - 0	2	4
Teaching Staff Governor Non-governor	0 - 1 2 - 1	7	9
Librarians Non-governor	0	1	1
Students Governor Non-governor	1 - 0 0 - 1	6	7
Presidential Assessors Dean and Vice-Principal, Academic Chief Administrative Officer, UTSC Dean of Student Experience & Wellbeing		1 1 1	1 1 1
Ex Officio			
Chancellor	1	0	1
Chair, Governing Council	1	0	1
Vice-Chair, Governing Council	1	0	1
President	1	0	1
Vice-President and Principal, UTSC	1	0	1
Chair, AAC or designate	1	0	1
TOTAL	**12**	**22**	**34**

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[1] Constituency definitions are provided in the *University of Toronto Act, 1971.*
[2] "Other members of the community" refers to individuals in the broader community who have an interest in, commitment to or affiliation with the campus.

1. MEMBERSHIP (cont'd)

The Secretary of the Governing Council is an *ex officio,* non-voting member.

The President may appoint annually University Officers as non-voting assessor members of the UTSC Council in addition to the three voting assessors.

1.2 Term

Terms begin on July 1 and continue to June 30.

1.3 Appointment/Election of Members of the UTSC Campus Affairs Committee

1.3.1 Governing Council Members of the UTSC Council and UTSC Campus Affairs Committee

The Governing Council members of the UTSC Council are appointed annually by the Governing Council and may be re-appointed to the UTSC Council and its Committees subject to their continued membership on the Governing Council.

1.3.2 UTSC Council Members of the Campus Affairs Committee

The UTSC Council members of the UTSC Campus Affairs Committee are appointed annually by the UTSC Council on the recommendation of the UTSC Council Agenda Committee and may be re-appointed subject to their continued membership on the UTSC Council.

1.3.3 Election of Administrative Staff, Librarians, Students and Teaching Staff of the UTSC Campus

Non-Governing Council, non-UTSC Council members will be elected by and from among their respective UTSC estates in a manner consistent with elections for the Governing Council as overseen by the Elections Committee of the Governing Council. Administrative staff, librarian staff and teaching staff are normally elected for three-year terms and may serve on the UTSC Campus Affairs Committee for a maximum of nine consecutive years. Students are elected for one year terms and are eligible to be re-elected.

1. MEMBERSHIP (cont'd)

1.3.3.2 Appointment of Community Members

The representative UTSC Council Agenda Committee will serve as a nominating committee for community members (alumni and other individuals from the broader community with a close relationship with the campus) of the UTSC Campus Affairs Committee. Membership of this Committee is outlined in Section 1 of the UTSC Council Agenda Committee terms of reference. In fulfilling its responsibilities as a nominating committee, the UTSC Council Agenda Committee will issue a broadly-based call for nominations for community members of the Campus Affairs Committee. In developing recommendations for community appointments, preference will normally be given to alumni of the UTSC campus. The UTSC Council Agenda Committee will recommend the community membership to the UTSC Council, which is responsible for appointing those members. When serving as the nominating committee, the UTSC Council Agenda Committee meets *in camera*.

1.4 Chair and Vice-Chair of the UTSC Campus Affairs Committee

The Chair and Vice-Chair of the UTSC Campus Affairs Committee shall be appointed annually by the UTSC Council from among the members of the UTSC Council on the recommendation of the UTSC Council Agenda Committee.

2. QUORUM

One-third of the voting members (normally ten) shall constitute quorum.

3. SUBCOMMITTEES

3.1 Standing Subcommittees

The Committee may establish subcommittees to deal with matters within its purview.

4. FUNCTION

In general, the Campus Affairs Committee is concerned with matters that directly concern the quality of student and campus life. The Committee is also responsible for monitoring, reviewing and making recommendations concerning a broad range of planning issues and priorities and for the use of campus resources. Many of the matters within the Committee's scope are matters that have an impact on relationships amongst units on the campus and relationships between the campus and the community at large. The Committee recommends matters for approval to the appropriate body of the Governing Council, through the UTSC Campus Council.

5. AREAS OF RESPONSIBILITY

5.1 The following areas are within the responsibility of the Campus Affairs Committee:

> Budget
> Campus and student services
> Campus Master Plans
> Campus security
> Campus Strategic Plan
> Capital ~~plans,~~ projects and space
> Childcare
> Co-curricular programs, services, and facilities
> Compulsory non-academic incidental fees
> Establishment, termination or restructuring of academic units[3] and proposals for Extra-Departmental Units (EDU-As and Bs) (planning and resource implications)
> Relations with the campus's external community
> Student societies and campus organizations

5.2 Levels of Approval

5.2.1 Matters Requiring Approval by the Governing Council

- Budget (as part of the University's annual operating budget)
- Campus Master Plans
- Capital ~~plans,~~ projects and space[4]
- Establishment, disestablishment or restructuring of academic units and proposals for Extra-Departmental Units (EDU-As and Bs) (following consideration by the UTSC Council)
- New policy and major policy changes concerning campus co-curricular programs, services and facilities

5.2.2 Matters Requiring Approval by the UTSC Council

- Campus and student services
- Campus security
- Child care
- Co-curricular programs, services, and facilities
- Compulsory non-academic incidental fees
- Individual project planning reports
- Relations with the campus' external community
- Student societies and campus organizations

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[3] For concurrence with the recommendation of the UTSC Academic Affairs Committee.
[4] ~~Specific approval path will be determined, pursuant to the *Policy on Capital Planning and Capital Projects*.~~ The level of approval required for individual projects is outlined in the *Policy on Capital Planning and Capital Projects.*

5.3 Campus and student services

5.3.1 Ancillaries

a) Policy

The UTSC Campus Affairs Committee is responsible for policy affecting the operation of the campus's service ancillaries. [General financial policies governing these and other University ancillaries are the responsibility of the Business Board.]

b) Operations

Each year the UTSC Campus Affairs Committee considers and recommends to the UTSC Council for approval the operating plans for the campus and student services ancillaries. The plans describe the services and programs proposed to be offered within the financial parameters set by the University's operating budget and financial policies and include each ancillary's annual operating budget. Specifically, the plans outline changes to programs and levels of service, categories of users, accessibility, and compulsory or optional fees.

5.3.2 Campus Co-Curricular Programs, Services and Facilities

a) Policy

Policy matters concerning the campus's co-curricular programs, services and facilities are the Committee's responsibility. New policy and major policy changes require the approval of the Governing Council.

b) Operations

Annual approval of the campus's co-curricular programs', services' and facilities' operating plans is the responsibility of the Committee. The plans describe the services and programs proposed to be offered within the financial parameters set by the University's operating budget and financial policies. The plans outline changes to programs and levels of service, categories of users, accessibility, and compulsory or optional fees.

5. AREAS OF RESPONSIBILITY (cont'd)

5.3.3 Other campus and student services

The Committee is responsible for policy concerning campus and student services and for overseeing their operation. Changes to the level of service offered, fees charged for services and categories of users require the Committee's approval.

5.4 Compulsory non-academic incidental fees

5.4.1 Student services, representative student committees and campus organizations

Fees are approved by the UTSC Council on the recommendation of the UTSC Campus Affairs Committee.

5.4.2 Campus student societies

Fees are approved by the UTSC Council on the recommendation of the UTSC Campus Affairs Committee.

5.5 Student societies and campus organizations

5.5.1 Policy

The Committee is responsible for policy concerning representative student societies and campus organizations.

5.5.2 Constitutions, articles of incorporation, corporate by-laws

The Committee is responsible for approving constitutions, articles of incorporation and corporate by-laws [5] for incorporated student societies and campus organizations for which the University collects fees.

5.6 Campus and facilities

5.6.1 Capital Priorities List ~~guidelines~~ and Campus Master ~~P~~plans

Plans are recommended to the Governing Council, through the UTSC Council, for consideration.

Capital Priorities are presented annually for information.[6]

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[5] Only those sections of by-laws of incorporated bodies that are "reserved" at the time of the initial approval require approval upon change.

[6] The *Policy on Capital Planning and Capital Projects* states that *a presentation of Capital Projects prioritized for the year in response to existing and anticipated program needs, will be made annually at the first meeting of the relevant governance bodies. This presentation will set out the strategic importance of prioritized Capital Projects as part of the University's strategic and operational planning process so as to provide context for the Capital Projects expected to be coming forward to governance bodies in that year.* SECTION 1(b)

5. AREAS OF RESPONSIBILITY (cont'd)

5.6.2 Individual ~~plans and~~ <u>capital</u> projects

The Committee considers reports of project planning committees <u>for UTSC capital projects[7]</u> and recommends to the UTSC Council approval in principle of projects (i.e. site, space plan, overall cost and sources of funds) with a capital cost as specified in the *Policy on Capital Planning and Capital Projects.* [The Business Board is responsible for approving ~~the establishment of appropriations~~ <u>any financing</u> for individual projects and authorizing their execution within the approved costs.] The level of approval required is dependent on the <u>type and</u> cost of the project.[8] ~~Significant changes to a space program/approved project require the same level of approval as the original proposal.~~

5.7 Campus Operating Budget

The Committee receives a status report on campus strategic priories prior to the start of the administrative budget review process. The campus operating budget is presented for information following the administrative budget review process and the approval by Governing Council of the institutional operating budget.

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[7] The *Policy on Capital Planning and Capital Projects* defines capital projects as development and construction of new buildings and physical infrastructure to support University facilities, construction of Leasehold Improvements, Property Acquisitions, Real Estate Partnerships, Capital Leases, and/or renovations other than Deferred Maintenance. Capital Projects are further categorized as: Academic Capital Projects, Non-Academic Capital Projects, Four Corners (4C) Projects, and Infrastructure Projects

[8] *Capital Projects include development and construction of new buildings and physical infrastructure to support University facilities, construction of Leasehold Improvements, Property Acquisitions, Real Estate Partnerships, Capital Leases, and/or renovations other than Deferred Maintenance.* See further definitions set out in the Policy on Capital Planning and Capital Projects.

The current requirements, as defined in the *Policy on Capital Planning and Capital Projects*, are:

All projects requiring short and long term financing
If a project will require financing as part of the funding, the project proposal must be considered by the Business Board.

Approval Levels:

Level 1 Capital Project: A Capital Project with a cost up to $10 million.

Level 2 Capital Project: A Capital Project with a cost between $10 million and $50 million.

Level 3 Capital Project: A Capital Project with a cost in excess of $50 million.

Changes in scope and project budget increases require approval as set out in the Policy on *Capital Planning and Capital Projects,* Section 4 Governance, Subsections (e) and (f).

5.8. Academic units and programs

5.8.1 Establishment, Disestablishment or Restructuring of Academic Units

The Committee recommends to the UTSC Council on plans and proposals to establish, disestablish, or significantly restructure academic units, here defined as faculties, schools, colleges, departments[9], centres and institutes with teaching, or teaching and research functions, undergraduate degree programs, and graduate degree programs, regardless of the source of funds.

Proposals to establish Extra-Departmental Units are considered and recommended pursuant to the *Policy on Interdisciplinary Education and Research Planning* and pursuant to the *Guidelines for Extra-Departmental Units*.

Proposals to disestablish or significantly restructure academic units are considered and recommended pursuant to the *Policy and Procedures for Faculty and Librarians on Academic Restructuring*.

5.8.2 New Program Proposals

Where a proposal for a new program, as defined by the *University of Toronto's Quality Assurance Process*, will have substantial resource implications requiring additions to a division's approved budget, or where there are significant effects outside of the division offering the program, the Committee advises the UTSC Council through the UTSC Academic Affairs Committee on the planning and resource implications of the proposal. [The UTSC Academic Affairs Committee has responsibility for considering the curricular aspects of academic program proposals.]

[Proposed program changes that would not require the allocation of additional resources from sources outside the division, and would not have significant effects outside of the division offering the program, do not require the attention of the Committee.]

5. AREAS OF RESPONSIBILITY (cont'd)

5.9 Annual reports

The Committee receives, annually from its assessors, reports on matters within its areas of responsibility, including statements of current issues, opportunities and problems, and recommendations for changes in policies, plans or priorities that would address such issues.

The Committee receives annually, from the appropriate administrators, reports on services within its areas of responsibility, including but not limited to campus police and campus organizations. These reports are submitted to the University Affairs Board for information.

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[9] For concurrence with the recommendation of the UTSC Academic Affairs Committee.

6. PROCEDURES

6.1 Meetings

The UTSC Campus Affairs Committee and its sub-committees normally meet in open session but may, pursuant to section 33 of *By-law Number 2* of the Governing Council, meet in closed session or *in camera* when: (i) matters may be disclosed at the meeting of such a nature, having regard to the circumstances, that the desirability of avoiding open discussion thereof outweighs the desirability of adhering to the principle that meetings be open to the public; or (ii) intimate financial or personal matters of any person may be disclosed at the meeting or part thereof. The UTSC Campus Affairs Committee will use the procedures set out for the meetings of the Committees of the Governing Council.

6.2 Agenda

In establishing the agenda for meetings of the Committee, the Chair will usually be advised by an agenda planning group that includes the Vice-Chair and the voting and non-voting assessors. The proposed agenda for a meeting, together with background documentation, is reviewed at an agenda planning meeting, usually scheduled ten to fourteen days prior to the Committee meeting.

Notwithstanding the usual procedure for establishing the agenda for meetings, matters may be added to the agenda of a current or subsequent meeting, as provided in sections 32 (d), (e) and (f) of *By-law Number 2* of the Governing Council.

6. PROCEDURES (cont'd)

6.3 Consent Agenda

The Chair, in consultation with the agenda planning group, may determine that an item should be placed on a "consent" portion of the agenda. Those items are not given individual consideration by the Committee, unless a member so requests. Rather, members with questions for clarification, or requests for further information, contact the assessor or other contact person shown on the item in advance of the meeting. Members with concerns who would like an item to be discussed by the Committee should notify the Secretary at least 24 hours in advance of the meeting. Upon the request of any member, the matter will be considered by the Committee in the usual manner.

Where a consent item requires a resolution of the Committee, and where no member has requested consideration of the item in the usual manner, the motion will be placed before the Committee and seconded, and it will normally immediately proceed to a vote without introduction or discussion.

Where a consent item is for information only, and where no member has requested consideration of the item in the usual manner, the item will normally be taken as received by the Committee without introduction or discussion.

6.4 Additional Reports for Information

To keep members abreast of developments in a timely manner, certain reports for information required by these terms of reference and others as decided by the Committee Chair from time to time will be considered by the members of the UTSC Campus Affairs Committee following their electronic publication. Members will be notified once the reports are made available. Members who have questions about a report will be invited to contact the sponsor of the item. Members with concerns about the report who would like it to be discussed by the Committee should notify the Secretary at least fourteen days in advance of the next meeting to enable consideration by the agenda planning group. The report will be considered by the Committee at that meeting in the usual manner.

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June 25, 2012 - Approved by the Governing Council.
December 13, 2012 - Revisions approved by the Governing Council – Membership for Campus Council, Academic Affairs Committee and Campus Affairs Committee.
June 25, 2014 - Revisions approved by the Governing Council – Changes to the Distribution of Seats and Length of Terms on the UTM and UTSC Campus Council and their Standing Committees.
October 29, 2020 – Revisions approved by the Governing Council.
June 24, 2021 – Revisions approved by the Governing Council.
October 28, 2021 – Revisions approved by the Governing Council.

Terms of Reference

University of Toronto Mississauga Campus Council

1. MEMBERSHIP

1.1 Composition

Total membership will be **28** members, reflecting the Governing Council's membership in that half of the University of Toronto Mississauga Campus Council (UTM Council) membership will be internal (administrative staff, students, and teaching staff of the UTM campus) and half external (alumni and community members). On the Governing Council, the latter group would be elected alumni and appointed Lieutenant Governor-in-Council (LGIC) governors. There will be one voting administrative assessor, the Vice-President and Principal, UTM, who serves on the Council *ex officio*.

CONSTITUENCY[1]	GOVERNING COUNCIL	NON-GOVERNING COUNCIL	TOTAL
Administrative Staff	0	2	2[2]
Community Members, including Alumni, LGIC Appointees, and other members of the community[3]	3	8	11
Teaching Staff	1	5	6
Students[4]	0 - 1	4 - 3	4
Ex Officio			
Chancellor	1	0	1
Chair, Governing Council	1	0	1
Vice-Chair, Governing Council	1	0	1
President	1	0	1
Vice-President and Principal, UTM			1
TOTAL	**8-9**	**19-18**	**28**

The Secretary of the Governing Council is an *ex officio,* non-voting member.

The President may appoint annually University Officers as non-voting assessor members of the UTM Council in addition to the *ex officio* voting assessor.

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[1] Constituency definitions are provided in the *University of Toronto Act*, 1971.

[2] Normally, one of the two administrative staff positions will be reserved for a librarian.

[3] "Other members of the community" refers to individuals in the broader community who have an interest in, commitment to or affiliation with the campus.

[4] Students include UTM-registered and UTM-affiliated students. UTM-affiliated students include but may not be limited to School of Graduate Studies students affiliated with the UTM campus (graduate students) and Faculty of Medicine (Mississauga Academy of Medicine) students affiliated with the UTM campus (undergraduate students).

1.2 Term

Terms begin on July 1 and continue to June 30.

1.3 Appointment/Election of Members

1.3.1   Appointment of Governing Council Members to the UTM Council

The Governing Council members of the UTM Council are appointed annually by the Governing Council and may be re-appointed subject to their continued membership on the Governing Council.

1.3.2 Appointment/Election of Non-Governing Council Members to the UTM Council

1.3.2.1 Election of Administrative Staff, Students, and Teaching Staff of the UTM Campus

Non-governors will be elected by and from among their respective UTM estates in a manner consistent with elections for the Governing Council as overseen by the Elections Committee of the Governing Council. The non-Governing Council student members are elected annually and may be re-elected. The non-Governing Council administrative staff and teaching staff members are elected for three-year terms and may be re-elected. Non-governors may serve on the UTM Council for a maximum of nine consecutive years, which is consistent with the maximum number of years that a member may serve on the Governing Council. [5]

1.3.2.2 Appointment of Community Members by the UTM Council Agenda Committee

The representative UTM Council Agenda Committee will serve as a nominating committee for community members (alumni and other individuals from the broader community with a close relationship with the campus) of the UTM Campus Council. Membership of this Committee is outlined in Section 1 of the UTM Council Agenda Committee terms of reference. In fulfilling its responsibilities as a nominating committee, the UTM Council Agenda Committee will issue a broadly-based call for nominations for community members of Campus Council. In developing recommendations for community appointments, preference will normally be given to alumni of the UTM campus. The UTM Council Agenda Committee will recommend the community membership of the UTM Council, which is responsible for appointing those members. When serving as the nominating committee, the UTM Council Agenda Committee meets *in camera*.

1.4 Officers of the UTM Council

1.4.1 Chair and Vice-Chair

The Chair and Vice-Chair of the Campus Council are appointed by the Governing Council from among the members of the Governing Council on the Campus Council.

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[5] *University of Toronto Act*, 1971, Section 2 (9).

2. QUORUM

One-third of the voting members (normally nine) shall constitute quorum.

3. COMMITTEES

3.1 Standing Committees

The Standing Committees of the UTM Council are:

Academic Affairs Committee
Campus Affairs Committee
Campus Council Agenda Committee

3.2 Special Committees

From time to time the UTM Council may find it useful to establish Special Committees to consider particular issues. Special Committees are normally formed on the recommendation of the UTM Council Agenda Committee, when, in the view of the UTM Council, one or more of the following conditions exist:

a) an issue cannot be accommodated easily within Standing Committee schedules - either intense scrutiny is required in a relatively short time or thorough examination of complex issues is necessary over a relatively long period of time;

b) an issue does not fall readily under an existing Standing Committee - either because it is not clearly within any Standing Committee's terms of reference or because aspects of the issue cut across several bodies;

c) there is a need for the participation of experts not represented on the relevant committee.

A recommendation from the UTM Council Agenda Committee to establish a Special Committee shall include terms of reference, an outline of membership, the anticipated reporting date and the date of disestablishment.

4. FUNCTION

On behalf of the Governing Council, the UTM Council exercises governance oversight of campus-specific matters, as well as any matters assigned to it by the Governing Council from time to time. In general, the UTM Council is concerned with matters affecting the Campus' objectives and priorities, the development of long-term and short-term plans and the effective use of resources in the course of these pursuits.

Decisions of the UTM Council may be final with confirmation by the Executive Committee on behalf of the Governing Council or constitute a recommendation to the Governing Council or one of its bodies.

5. AREAS OF RESPONSIBILITY

5.1 The following areas are within the UTM Council's responsibility. Matters within these areas may be considered by the UTM Council itself and/or one of its Standing Committees:

> Academic appeals
> Academic plans and guidelines for such plans
> Academic priorities for fundraising
> Academic programs
> Academic regulations
> Admissions
> Awards
> Budget
> Campus and student services
> Campus Master Plans
> Campus security
> Campus Strategic Plan
> Capital ~~plans,~~ projects[6], ~~projects~~ and space
> Child care
> Co-curricular programs, services, and facilities
> Compulsory non-academic incidental fees
> Establishment, termination or restructuring of academic units
> Examinations and grading practices
> Divisional Guidelines for the Assessment of Teaching and/or Creative Professional activity
> Name changes of academic units
> Relations with the campus's external community
> Research planning
> Student societies and campus organizations

Sections 5.2 to 5.5 below refer to those matters that come forward to the UTM Council itself from its standing committees.

5.2 Matters Requiring Governing Council Approval

> Academic priorities for fundraising
> Budget (as part of the University's annual operating budget)
> Campus Master Plan
> ~~Capital plans, projects, and space~~
> Capital projects[7] and campus master plans
> Establishment, disestablishment or restructuring of academic units as per the *University of Toronto Guidelines for Extra Departmental Units or Policy and Procedures for Faculty and Librarians on Academic Restructuring*
> New policy and major policy changes concerning campus co-curricular programs, services, and facilities

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[6] The *Policy on Capital Planning and Capital Projects* states that a "presentation of Capital Projects prioritized for the year in response to existing and anticipated program needs, will be made annually at the first meeting of the relevant governance bodies. This presentation will set out the strategic importance of prioritized Capital Projects as part of the University's strategic and operational planning process so as to provide context for the Capital Projects expected to be coming forward to governance bodies in that year." SECTION 1 (c)
[7] The level of approval required for individual projects is outlined in the *Policy on Capital Planning and Capital Projects.*

5.3 Matters Requiring Confirmation by the Executive Committee of the Governing Council

Matters listed in Section 5.5 require confirmation by the Executive Committee of the Governing Council, pursuant to the *University of Toronto Act, 1971*, Section 2(14)(e), which states 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."

5.4 Matters Requiring Academic Board Approval

> New Campus policies addressing purely academic matters and major amendments to such policies (following consideration by the UTM Council)

5.5 Matters Requiring Approval by the UTM Council

> Campus and student services
> Campus security
> Academic Plan [8]
> Campus Strategic Plan
> Child care
> Co-curricular programs, services, and facilities
> Compulsory non-academic incidental fees
> Individual project planning reports
> Relations with the campus' external community
> Student societies and campus organizations

5.6 Matters for Information

The UTM Council receives, annually from its assessors, reports on matters within its areas of responsibility, including statements of current issues, opportunities and problems, and recommendations for changes in policies, plans or priorities that would address such issues.

6. PROCEDURES

6.1 Meetings

The UTM Council normally meets in open session but may, pursuant to section 33 of *By-law Number 2* of the Governing Council, meet in closed session or *in camera* when: (i) matters may be disclosed at the meeting of such a nature, having regard to the circumstances, that the desirability of avoiding open discussion thereof outweighs the desirability of adhering to the principle that meetings be open to the public; or (ii) intimate financial or personal matters of any person may be disclosed at the meeting or part thereof. The UTM Council will use the procedures set out for the meetings of the Committees of the Governing Council.

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[8] Academic Plans are reported for information to the Academic Board.

6.2 Consent Agenda

The UTM Council Agenda Committee may determine that an item should be placed on a "consent" portion of the agenda. Those items are not given individual consideration by the UTM Council, unless a member so requests. Rather, members with questions for clarification or requests for further information may contact the assessor or other contact person shown on the item in advance of the meeting. Members with concerns who would like an item to be discussed by the UTM Council should notify the Secretary at least 24 hours in advance of the meeting. Upon the request of any member, the matter will be considered by the UTM Council in the usual manner.

Where a consent item requires a resolution of the UTM Council, and where no member has requested consideration of the item in the usual manner, the motion will be placed before the UTM Council and seconded, and it will normally immediately proceed to a vote without introduction or discussion.

Where a consent item is for information only, and where no member has requested consideration of the item in the usual manner, the item will normally be taken as received by the UTM Council without introduction or discussion.

6.3 Additional Reports for Information

To keep members abreast of developments in a timely manner, certain reports for information required by these terms of reference and others as decided by the UTM Council Agenda Committee from time to time will be considered by means of electronic publication. Members will be notified once the reports are made available. Members who have questions about a report will be invited to contact the sponsor of the item. Members with concerns about the report who would like it to be discussed by the UTM Council should notify the Secretary at least fourteen days in advance of the next meeting to enable consideration by the UTM Council Agenda Committee. The report will be considered by the UTM Council at that meeting in the usual manner.

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June 25, 2012 - Approved by the Governing Council.
December 13, 2012 - Revisions approved by the Governing Council – Membership for Campus
    Council, Academic Affairs Committee and Campus Affairs Committee.
June 25, 2014 – Revisions approved by the Governing Council – Changes to the Distribution of Seats and
    Length of Terms on the UTM and the UTSC Campus Council and their Standing Committees
November 18, 2016 – Replace *Policy on Diploma and Certificate Programs* with *Policy on Certificates
    (For Credit and Not-For-Credit),* approved on February 25, 2016.
February 15, 2017 – Revisions approved by Governing Council – Membership of the Academic Affairs
    Committee
October 29, 2020 – Revisions approved by the Governing Council
June 24, 2021 – Revisions approved by Governing Council
October 28, 2021 – Revisions approved by Governing Council

Terms of Reference

University of Toronto Scarborough Campus Council

1. MEMBERSHIP

1.1 Composition

Total membership will be **28** members, reflecting the Governing Council's membership in that half of the University of Toronto Scarborough Campus Council (UTSC Council) membership will be internal (administrative staff, students, and teaching staff of the UTSC campus) and half external (alumni and community members). On the Governing Council, the latter group would be elected alumni and appointed Lieutenant Governor-in-Council (LGIC) governors. There will be one voting administrative assessor, the Vice-President and Principal, UTSC, who serves on the Council *ex officio*.

CONSTITUENCY[1]	GOVERNING COUNCIL	NON-GOVERNING COUNCIL	TOTAL
Administrative Staff	0	2	2[2]
Community Members, including Alumni, LGIC Appointees, and other members of the community[3]	3	8	11
Teaching Staff	1	5	6
Students	0 - 1	4 - 3	4
Ex Officio			
Chancellor	1	0	1
Chair, Governing Council	1	0	1
Vice-Chair, Governing Council	1	0	1
President	1	0	1
Vice-President and Principal, UTSC			1
TOTAL	8-9	19-18	28

The Secretary of the Governing Council is an *ex officio*, non-voting member.

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[1] Constituency definitions are provided in the *University of Toronto Act, 1971.*

[2] Normally, one of the two administrative staff positions will be reserved for a librarian.

[3] "Other members of the community" refers to individuals in the broader community who have an interest in, commitment to or affiliation with the campus.

1. MEMBERSHIP (cont'd)

The President may appoint annually University Officers as non-voting assessor members of the UTSC Council in addition to the *ex officio* voting assessor.

1.2 Term

Terms begin on July 1 and continue to June 30.

1.3 Appointment/Election of Members

1.3.1 Appointment of Governing Council Members to the UTSC Council

The Governing Council members of the UTSC Council are appointed annually by the Governing Council and may be re-appointed subject to their continued membership on the Governing Council.

1.3.2 Appointment/ Election of Non-Governing Council Members to the UTSC Council

1.3.2.1 Election of Administrative Staff, Students, and Teaching Staff of the UTSC campus

Non-governors will be elected by and from among their respective UTSC estates in a manner consistent with elections for the Governing Council as overseen by the Elections Committee of the Governing Council. The non-Governing Council student members are elected annually and are eligible to be re-elected. The non-Governing Council administrative staff and teaching staff members are elected for three-year terms, and may be re-elected. Non-governors may serve on the UTSC Council for a maximum of nine continuous years, which is consistent with the maximum number of years that a member may serve on the Governing Council.[4]

1.3.2.2 Appointment of Community Members by the UTSC Council Agenda Committee

The representative UTSC Council Agenda Committee will serve as a nominating committee for community members (alumni and other individuals from the broader community with a close relationship with the campus) of the UTSC Campus Council. Membership of this Committee is outlined in Section 1 of the UTSC Council Agenda Committee terms of reference. In fulfilling its responsibilities as a nominating committee, the UTSC Council Agenda Committee will issue a broadly-based call for nominations for community members of Campus Council. In developing recommendations for community appointments, preference will normally be given to alumni of the UTSC campus. The UTSC Council Agenda Committee will recommend the community membership of the UTSC Council, which is responsible for appointing those members. When serving as the nominating committee, the UTSC Council Agenda Committee meets *in camera*.

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[4] University of Toronto Act, Section 2 (9).

1.4 Officers of the UTSC Council

1.4.1 Chair and Vice-Chair

The Chair and Vice-Chair of the UTSC Campus Council are appointed by the Governing Council from among the members of the Governing Council on the UTSC Campus Council.

2. QUORUM

One-third of the voting members (normally nine) shall constitute quorum.

3. COMMITTEES

3.1 Standing Committees

The Standing Committees of the UTSC Council are:

    Academic Affairs Committee
    Campus Affairs Committee
    Campus Council Agenda Committee

3.2 Special Committees

From time to time the UTSC Council may find it useful to establish Special Committees to consider particular issues. Special Committees are normally formed on the recommendation of the UTSC Council Agenda Committee, when, in the view of the UTSC Council, one or more of the following conditions exist:

a) an issue cannot be accommodated easily within Standing Committee schedules - either intense scrutiny is required in a relatively short time or thorough examination of complex issues is necessary over a relatively long period of time;

b) an issue does not fall readily under an existing Standing Committee - either because it is not clearly within any Standing Committee's terms of reference or because aspects of the issue cut across several bodies;

c) there is a need for the participation of experts not represented on the relevant committee.

A recommendation from the UTSC Council Agenda Committee to establish a Special Committee shall include terms of reference, an outline of membership, the anticipated reporting date and the date of disestablishment.

4. FUNCTION

On behalf of the Governing Council, the UTSC Council exercises governance oversight of campus-specific matters, as well as any matters assigned to it by the Governing Council from time to time. In general, the UTSC Council is concerned with matters affecting the Campus' objectives and priorities, the development of long-term and short-term plans and the effective use of resources in the course of these pursuits.

Decisions of the UTSC Council may be final with confirmation by the Executive Committee on behalf of the Governing Council, or constitute a recommendation to the Governing Council or one of its bodies.

5. AREAS OF RESPONSIBILITY

5.1 The following areas are within the UTSC Council's responsibility. Matters within these areas may be considered by the UTSC itself and/or one of its Standing Committees:

> Academic appeals
> Academic plans and guidelines for such plans
> Academic priorities for fundraising
> Academic programs
> Academic regulations
> Admissions
> Awards
> Budget
> Campus and student services
> Campus Master Plans
> Campus security
> Campus Strategic Plan
> Capital plans, projects[5], and space
> Childcare
> Co-curricular programs, services, and facilities
> Compulsory non-academic incidental fees
> Establishment, termination or restructuring of academic units
> Examinations and grading practices
> Divisional Guidelines for the Assessment of Teaching and/or Creative
>   Professional activity
> Name changes of academic units
> Relations with the campus's external community
> Research planning
> Student societies and campus organizations

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[5] The Policy on Capital Planning and Capital Projects states that a "presentation of Capital Projects prioritized for the year in response to existing and anticipated program needs, will be made annually at the first meeting of the relevant governance bodies. This presentation will set out the strategic importance of prioritized Capital Projects as part of the University's strategic and operational planning process so as to provide context for the Capital Projects expected to be coming forward to governance bodies in that year." SECTION 1 (c)

Sections 5.2 to 5.5 below refer to those matters that come forward to the UTSC Council itself from its standing committees.

5.2 Matters Requiring Governing Council Approval

Academic priorities for fundraising
Budget (as part of the University's annual operating budget)
Campus Master Plan
Capital ~~plans, projects, and space~~ projects[6] and campus master plans
Establishment, disestablishment or restructuring of academic units as per the
University of Toronto Guidelines for Extra Departmental Units or Policy and Procedures for Faculty and Librarians on Academic Restructuring
New policy and major policy changes concerning campus co-curricular programs, services, and facilities

5.3 Matters Requiring Confirmation by the Executive Committee of the Governing Council

Matters listed in Section 5.5 require confirmation by the Executive Committee of the Governing Council, pursuant to the *University of Toronto Act, 1971*, Section 2(14)(e), which states 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."

5.4 Matters Requiring Academic Board Approval

New Campus policies addressing purely academic matters and major amendments to such policies (following consideration by the UTSC Council)

5.5 Matters Requiring Approval by the UTSC Council

Campus and student services
Campus security
Academic Plan[7]
Campus Strategic Plan
Childcare
Co-curricular programs, services, and facilities
Compulsory non-academic incidental fees
Individual project planning reports
Relations with the campus' external community
Student societies and campus organizations

5.6 Matters for Information

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[6] The level of approval required for individual projects is outlined in the *Policy on Capital Planning and Capital Projects.*
[7] Divisional Academic Plans are reported for information to the Academic Board.

The UTSC Council receives annually from its assessors, reports on matters within its areas of responsibility, including statements of current issues, opportunities and problems, and recommendations for changes in policies, plans or priorities that would address such issues.

6. PROCEDURES

6.1 Meetings

The UTSC Council normally meets in open session but may, pursuant to section 33 of *By-law Number 2* of the Governing Council, meet in closed session or *in camera* when: (i) matters may be disclosed at the meeting of such a nature, having regard to the circumstances, that the desirability of avoiding open discussion thereof outweighs the desirability of adhering to the principle that meetings be open to the public; or (ii) intimate financial or personal matters of any person may be disclosed at the meeting or part thereof. The UTSC Council will use the procedures set out for the meetings of the Committees of the Governing Council.

6.2 Consent Agenda

The UTSC Council Agenda Committee may determine that an item should be placed on a "consent" portion of the agenda. Those items are not given individual consideration by the UTSC Council, unless a member so requests. Rather, members with questions for clarification or requests for further information may contact the assessor or other contact person shown on the item in advance of the meeting. Members with concerns who would like an item to be discussed by the UTSC Council should notify the Secretary at least 24 hours in advance of the meeting. Upon the request of any member, the matter will be considered by the UTSC Council in the usual manner.

Where a consent item requires a resolution of the UTSC Council, and where no member has requested consideration of the item in the usual manner, the motion will be placed before the UTSC Council and seconded, and it will normally immediately proceed to a vote without introduction or discussion.

Where a consent item is for information only, and where no member has requested consideration of the item in the usual manner, the item will normally be taken as received by the UTSC Council without introduction or discussion.

6.3 Additional Reports for Information

To keep members abreast of developments in a timely manner, certain reports for information required by these terms of reference and others as decided by the UTSC Council Agenda Committee from time to time will be considered by the members of the UTSC Council following their electronic publication. Members will be notified once the reports are made available. Members who have questions about a report will be invited to contact the sponsor of the item. Members with concerns about the report who would like it to be discussed by the UTSC Council should notify the Secretary at least fourteen days in

advance of the next meeting to enable consideration by the UTSC Council Agenda Committee. The report will be considered by the UTSC Council at that meeting in the usual manner.

June 25, 2012 - Approved by the Governing Council.
December 13, 2012 - Revisions approved by the Governing Council – Membership for Campus Council, Academic Affairs Committee and Campus Affairs Committee.
June 25, 2014 - Revisions approved by the Governing Council – Changes to the Distribution of Seats and Length of Terms on the UTM and UTSC Campus Council and their Standing Committees.
 October 29, 2020 – Revisions approved by the Governing Council.
 June 24, 2021 – Revisions approved by the Governing Council.
October 28, 2021 – Revisions approved by the Governing Council

PLANNING AND BUDGET COMMITTEE TERMS OF REFERENCE[1]

1. MEMBERSHIP

1.1 Composition

Membership is about 26, including 2 lay members, 3 students, the Chair or Vice-Chair of the Committee on Academic Policy and Programs (*ex officio*) or the designate of the Chair of the Committee on Academic Policy and Programs, 12 teaching staff, 1 administrative staff, and 3 assessors selected by the President.

The composition of Planning and Budget Committee is as follows:[2]

	GOVERNING COUNCIL	NON-GOVERNING COUNCIL	TOTAL
Administrative Staff	0-1	1-0	1
Alumni	} 2	0	} 2
LGIC Appointees		0	
Teaching Staff	1-2	11-10	12
Students	1-2	2-1	3
Presidential Assessors			3
Ex Officio			
Chancellor	1		1
Chair	1		1
Vice-Chair	1		1
President	1		1
Other (from AP&P)	0-1	1-0	1
TOTAL			**26**

The President may appoint annually University Officers as non-voting assessor members of the Committee.

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[1] Also approved as part of the terms of reference of the Planning and Budget Committee (June 1994) was the following: "The proposal to merge the responsibilities of the present Budget and Planning and Priorities Committees is intended to eliminate existing overlaps in jurisdiction, which have resulted in a number of important issues being examined in an unnecessarily artificial manner in several forums. Equally important is the need to ensure that increasing demands for accountability can be responded to in an effective manner. To this end, the proposal entails additional delegation of authority with appropriate reporting to the Committee, streamlined approval processes and increased flexibility for the Chair of the Committee in agenda planning. Further opportunities in these areas should be identified as the new Committee begins to operate."

[2] Members of Governing Council may or may not be members of the Academic Board. Non-members of Governing Council must be members of the Academic Board.
When sufficient governors are not available, the number of non-governor members is increased to the required total.
The seats for 12 members of the teaching staff should be allocated between members elected to the Governing Council and/or the Academic Board and those who hold their seats *ex officio,* in the ratio of their seats on the Board: 8 elected teaching staff and 4 deans or principals.
The total size of the Committee may be varied slightly, up or down, with the approval of the Chair of Governing Council.

1.2 Term

Terms are for one year, beginning July 1, and may be renewed.

1.3 Chair and Vice-Chair

The Chair and Vice-Chair shall be appointed by the Academic Board.

2. QUORUM

One-third of the voting members (normally 9).

3. FUNCTION

The Committee, which reports to the Academic Board, is responsible for monitoring, reviewing and making recommendations concerning a broad range of planning issues and priorities and for the use of University resources (including, but not limited to: staff positions, funds, space and facilities, and campus lands). Many of the matters within the Committee's scope are matters that have an impact on relationships amongst divisions and relationships between the University and the community at large.

4. AREAS OF RESPONSIBILITY

4.1 Planning and Monitoring

The Committee is responsible for policy on planning. The Committee reviews and makes recommendations on the University's general planning framework. Specific areas in which recommendations are made to the Academic Board include:

- policy on the organization of planning;
- statements of the University's mission or general objectives;
- statements of multi-year University principles and objectives for academic planning;
- guidelines for divisional academic plans;
- statements of general divisional objectives;
- enrolment plans and policies;

- long-range planning and/or (operating and capital) budget guidelines;
- strategic planning framework for research.

The Committee is responsible for monitoring planning activities and documents as may be required by general policy, as specified herein or by resolution of the Academic Board. Divisional academic plans are considered by the Committee and the Academic Board for information and feedback. Prior to approval by the Provost and presentation to the Committee, it is expected that the relevant divisional Council would endorse the academic plan in principle. The Committee receives periodic reports from the Vice-President and Provost on the implementation of academic plans.

The Committee reviews, on its own decision or on the recommendation of the Vice-President and Provost, the academic and budget plans of divisions in cases where a division is substantially altering its programs or having significant difficulty in implementing approved plans.

The Committee conducts periodic reviews of the budget plans of non-academic portfolios, to consider appropriateness of resources and effective and efficient use of resources in support of University plans and priorities. [Academic service areas, such as the Library, are the responsibility of the Committee on Academic Policy and Programs.]

4.2 Campus and facilities

4.2.1 Policy

~~Campus master plans and P~~policy governing the approval of capital plans and projects ~~are~~ is recommended to the Academic Board for consideration.

4.2.2 Capital **Priorities List** ~~guidelines~~ and **Campus Master P**~~p~~**lans**

Master Plans for the St. George Campus ~~Plans~~ are recommended to the Academic Board for consideration.

Capital Priorities for the St. George Campus are presented annually for information.[3]

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[3] The *Policy on Capital Planning and Capital Projects* states that "*[a] presentation of capital projects prioritized for the year in response to existing and anticipated program needs, will be made annually at the first meeting of the relevant governance bodies. This presentation will set out the strategic importance of prioritized capital projects as part of the University's strategic and operational planning process so as to provide context for the Capital Projects expected to be coming forward to governance bodies in that year.*" [SECTION 1.(b.)]

4.2.3 Individual ~~plans and~~ capital projects

The Committee considers reports of project planning committees <u>for capital projects</u>[4] <u>on the St. George campus</u> and recommends to the Academic Board approval in principle of projects (i.e. site, space plan, overall cost and sources of funds) with a capital cost as specified in the *Policy on Capital Planning and Capital Projects*. [The Business Board is responsible for approving ~~the establishment of appropriations~~<u>any financing</u> for individual projects and authorizing their execution within the approved costs.] The level of approval required is dependent on the <u>type and</u> cost of the project.[5] ~~Significant changes to a space program/approved project require the same level of approval as the original proposal.~~

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[4] Capital projects include development and construction of new buildings and physical infrastructure to support University facilities, construction of Leasehold Improvements, Property Acquisitions, Real Estate Partnerships, Capital Leases, and/or renovations other than Deferred Maintenance. [See further definitions set out in the *Policy on Capital Planning and Capital Projects*]

[5]The current requirements, as defined in the *Policy on Capital Planning and Capital Projects*, are:

All projects requiring short and long term financing
If a project will require financing as part of the funding, the project proposal must be considered by the Business Board.

~~**Project Budget $5 million or less (Approval Level 1)**~~

- ~~Authority to approve projects on the St. George campus, with a value less than $5 million and for all other applications that fall under the responsibility of the Capital Project and Space Allocation Committee (CaPS) is delegated to CaPS Committee established by the Vice-President University Operations.~~
- ~~Authority to approve projects with a value less than $5 million on the UTM and UTSC campuses is delegated to the UTM Space Planning and Management Committee and the UTSC Campus Design and Development Committee established by the Principal and Vice-President of the respective campus.~~

~~**Project Budget over $5 million and up to $20 million (Approval Level 2)**~~

- ~~Capital projects over $5 million and up to $20 million will be considered by the Planning and Budget Committee for projects at the St. George campus and by the respective Campus Affairs Committees and Campus Councils for projects at the University of Toronto Mississauga and University of Toronto Scarborough and recommended to the Academic Board for consideration. It is expected that such projects will be placed on the Board's consent agenda and be confirmed by the Executive Committee of the Governing Council. Execution of such projects is approved by the Business Board.~~

~~**Project Budget over $20 million and all projects requiring short and long term financing (Approval Level 3)**~~

~~Proposals for capital projects exceeding $ 20 million must be considered by the appropriate Boards and Committees of the Governing Council on the joint recommendation of the Vice President and Provost and the Vice President, University Operations. The Planning and Budget Committee will consider projects at the St. George campus and the respective Campus Affairs Committees and Campus Councils will consider projects at University of Toronto Mississauga and University of Toronto Scarborough and recommend them to the Academic Board for consideration. Normally, they will require approval of the Governing Council. Execution of such projects is approved by the Business Board.~~

Approval Levels:
Level 1 Projects ($10 million or less)
- Authority to approve Level 1 Projects on the St. George campus, excluding Property Acquisitions, Capital Leases and Real Estate Partnerships, is delegated to the Capital Projects and Space Allocation Committee (CaPS)

Level 2 Projects (over $10 million and up to $50 million)

4.3 Budget Guidelines and Operating Budget

4.3.1 Budget guidelines

The Committee recommends to the Academic Board for consideration guidelines for long-range planning and budgeting that are the basis for the development of the University's annual Operating Budget.

4.3.2 Annual operating budget

The Committee considers for inclusion in the proposed Operating Budget the major components of the Budget, such as changes to Policies and Procedures for Budget Preparation, Contractual Obligations and Policy Commitments, allocation of Funds, General University Expenses, and Facilities Renewal Funds.

The annual budget is considered by the Committee for recommendation to the Academic Board. [Once the budget is recommended by the Academic Board, the concurrence of the Business Board is sought in regard to fiscal soundness before it is forwarded to Council.]

The Committee receives regular reports on the status of long-range budget guidelines, projections, and the strategic budget model.

4.3.3 Designated funds

The Committee is responsible for recommending to the Academic Board for consideration the creation and allocation of general University Funds established in the Operating Budget, Capital Renewal Fund or elsewhere.

4.4. Academic units and programs

4.4.1 The Committee recommends to the Academic Board on plans and proposals to establish, disestablish, or significantly restructure academic units, here defined as "faculties, schools, colleges, departments, centres and institutes with teaching, or teaching and research

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- Level 2 Projects on the St. George campus are initially considered by the Planning & Budget Committee. If considered appropriate, the Committee will recommend approval to the Academic Board. Such projects will be confirmed by the Executive Committee of the Governing Council on the recommendation of the Academic Board.

Level 3 Projects (over $50 million)
- Level 3 Projects will follow the same approval process as Level 2 Projects with the additional requirement that the Executive Committee endorses and forwards such projects to the Governing Council for approval.

Changes in Scope and Project Budget Increases
Changes in scope and project budget increases require approval as set out in the *Policy on Capital Planning and Capital Projects*, Section 4 Governance, Subsections (e) and (f).

functions, undergraduate degree programs, and graduate degree programs", regardless of the source of funds.

    4.4.2 Where a proposal for a new program, as defined by the University's Quality Assurance Process*, will have substantial resource implications requiring additions to a division's approved budget, or where there are significant effects outside of the division offering the program, the Committee advises the Academic Board on the planning and resource implications of the proposal and, if it deems it appropriate (a) concurs with the recommendation of the Committee on Academic Policy and Programs to the Academic Board that the proposed program be approved, and (b) where required, recommends the addition to the division's budget. [The Committee on Academic Policy and Programs has responsibility for considering the curricular aspects of academic program proposals.]

    [Proposed program changes that would not require the allocation of additional resources from sources outside the division, and would not have significant effects outside of the division offering the program, do not require the attention of the Committee.]

* The definition of new academic programs is that contained in the University of Toronto's Quality Assurance Process (UTQAP), as approved by the Ontario Universities Council on Quality Assurance (http://www.vpacademic.utoronto.ca/Assets/VP+Academic+Digital+Assets/pdf/UTQAP+document. pdf).

4.5   **Policy submissions to and agreements with external bodies**

    4.5.1 Submissions that establish new policy positions will be reviewed first by either the Committee or by another Governing Council body and approved by the Executive Committee. In the case of the latter, the Committee shall be informed of the nature of the submission.

Submissions to external agencies that summarize existing policies and practices are the responsibility of the President and should be submitted for information to the appropriate body of Governing Council.

    4.5.2 The Committee recommends to the Academic Board for consideration templates for agreements with external bodies. Individual agreements that do not conform to the template are reviewed by the Committee for recommendation to the Academic Board and confirmation by the Executive Committee. [Agreements that conform to the template are approved by the Vice-President and Provost.]

4.6 Incorporation of associated organizations and research ancillaries

The Committee recommends approval, in principle to the Academic Board. [The Business Board is responsible for matters concerning the arrangements for incorporation.]

4.7 Chairs and professorships

The Committee is responsible for making recommendations with respect to the *Policy on Endowed and Limited Term Chairs, Professorships, Distinguished Scholars and Program Initiatives*. Approval of the establishment of individual chairs, etc., which fully conform to the *Policy*, is delegated to the President, with annual reports to the Committee on approvals given. The Committee considers, for recommendation to the Academic Board, proposals that do not conform to the *Policy.*

4.8 Priorities for fundraising

The Committee recommends to the Academic Board, for concurrence with the Business Board, on the ranking of priorities for major fundraising campaigns. [Policy concerning University development and fundraising campaigns is within the authority of the Business Board. Plans for fundraising campaigns are approved by the Governing Council on the recommendation of the Business Board.]

5. PROCEDURES

The Committee usually meets in open session but may, pursuant to section 33 of By-Law Number 2, meet in closed session or *in camera* when: (i) matters may be disclosed at the meeting of such a nature, having regard to the circumstances, that the desirability of avoiding open discussion thereof outweighs the desirability of adhering to the principle that meetings be open to the public; or (ii) intimate financial or personal matters of any person may be disclosed at the meeting or any part thereof.

In establishing agendas for meetings of the Committee, the Chair normally will be advised by a planning group that includes the Vice-Chair, two other members of the Committee, recommended by the Academic Board Striking Committee and approved by the Academic Board, and the voting and non-voting assessors. The proposed agenda for a meeting, together with background documentation, is reviewed at an agenda planning group meeting scheduled ten to fourteen days prior to the Committee meeting.

The Chair of the Committee, with the advice of the Committee's agenda planning group and subject to the duly established authority of the Agenda Committee of the Academic Board, the Academic Board, and the Executive Committee of Governing Council, has the authority to interpret the terms of reference of the Committee with respect to whether an item should be placed on the Committee's agenda for recommendation to the Academic Board, for Committee approval or for information and discussion.

5.1 Consent agenda

The Chair may determine that an item should be placed on a "consent" portion of the agenda. Those items are not given individual consideration by the Committee, unless a member so requests. Rather, members with questions for clarification, or requests for further information, contact the assessor or other contact person shown on the item in advance of the meeting. Members with concerns who would like an item to be discussed by the Committee should notify the Secretary at least 24 hours in advance of the meeting. Upon the request of any member, the matter will be considered by the Committee in the usual manner.

Where a consent item requires a resolution of the Committee, and where no member has requested consideration of the item in the usual manner, the motion will be placed before the Committee and seconded, and it will normally immediately proceed to a vote without introduction or discussion.

Where a consent item is for information only, and where no member has requested consideration of the item in the usual manner, the item will normally be taken as received by the Committee without introduction or discussion.

5.2 Additional Reports for Information

To keep members abreast of developments in a timely manner, certain reports for information required by these terms of reference and others as decided by the Chair from time to time will be considered by the members of the Committee following their electronic publication. Members will be notified once the reports are made available. Members who have questions about a report will be invited to contact the sponsor of the item. Members with concerns about the report who would like it to be discussed by the Committee should notify the Secretary at least fourteen days in advance of the next meeting to enable consideration by the agenda planning group. The report will be considered by the Committee at that meeting in the usual manner.

Revision Approved by Governing Council May 19, 2011
Revisions Approved by Governing Council October 27, 2011
Revisions Approved by Governing Council October 28, 2021

ACADEMIC BOARD

Terms of Reference

1. MEMBERSHIP

1.1 Composition

	Ex officio	Elected	Appointed	Total
Teaching Staff				
Group I				
Arts and Science St. George	1	14		
Colleges	7			
UTM[1]	1	3		
UTSC[2]	1	3		
Totals	10	20		30
Group II				
Medicine	1	11		
DLSPH[3]	1	1		
Dentistry	1	1		
Nursing[4]	1	1		
Kines. & Phys. Ed[5]	1	1		
Pharmacy[6]	1	1		
Totals	6	16		22
Group III				
App. Sci.& Eng.[7]	1	3		
OISE/UT[8]	1	3		
Management[9]	1	1		
Music	1	1		
Law	1	1		
Social Work[10]	1	1		

[1] University of Toronto Mississauga
[2] University of Toronto Scarborough
[3] Dalla Lana School of Public Health
[4] Lawrence S. Bloomberg Faculty of Nursing
[5] Faculty of Kinesiology and Physical Education
[6] Leslie Dan Faculty of Pharmacy
[7] Faculty of Applied Science and Engineering
[8] Ontario Institute for Studies in Education at the University of Toronto
[9] Joseph L. Rotman School of Management
[10] Factor-Inwentash Faculty of Social Work

1. MEMBERSHIP (cont'd)

1.1 Composition (cont'd)

	Ex officio	Elected	Appointed	Total
Information	1	1		
AL&D[11]	1	1		
Totals	8	12		20
Group IV				
Graduate Studies	1	0		1
Sub-total Divisional Teaching Staff	25	48		73
Governing Council Teaching Staff		6		6
Vice-President and Provost	1			1
Dean, School of Continuing Studies	1			1
Director, TYP[12]	1			1
Librarians	1	2		3
Principal, Massey College			1	
Sub-total	29	56		86
Students				
Governing Council		4		
Non-Governing Council			12	16
Administrative Staff				
Governing Council		1		
Non-Governing Council			3	4
Alumni				
Governing Council		2		
Non-Governing Council			1	3
Lieutenant-Governor-In-Council Appointees			3	3[13]

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[11] John H. Daniels Faculty of Architecture, Landscape, and Design
[12] Transitional Year Program
[13] When a sufficient number of Lieutenant-Governor-In-Council appointees is not available to serve on the Academic Board, alumni members of Governing Council or other alumni may be appointed to those positions.

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Presidential Assessors			3	3
TOTALS	29	63	22	115

In addition to the *ex officio* members listed above, the Chair and Vice-Chair of the Governing Council, the President, and the Chancellor are *ex officio* voting members of the Academic Board. The Secretary of the Governing Council is an *ex officio* non-voting member of the Board.

The President may appoint annually University Officers as non-voting assessor members of the Board in addition to the four voting assessors.

1.2 Term

Terms begin on July 1 and continue to June 30.

The Governing Council members of the Academic Board are appointed annually by the Governing Council and may be re-appointed subject to their continued membership on the Governing Council. Teaching staff and librarians are normally elected for three-year terms and are eligible to be re-elected. The non-Governing Council student members are appointed annually by the Board and may be re-appointed. The non-Governing Council administrative staff and alumni members are appointed by the Board for one- to three-year terms, and may be re-appointed. A member may serve a maximum of nine consecutive years on the Board.

1.3 Chair and Vice-Chair

The Governing Council shall appoint the Chair and Vice-Chair of the Board from among the members of the Council on the Board.

2. QUORUM

One-third of the voting members (normally 39).

3. COMMITTEES

3.1 Standing Committees

The Standing Committees of the Board are:
   Agenda Committee
   Academic Appeals Committee
   Committee on Academic Policy and Programs
   Planning and Budget Committee

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3.2 Special Committees

From time to time the Board may find it useful to establish Special Committees to consider particular issues. Special Committees are normally formed on the recommendation of the Agenda Committee, when, in the view of the Board, one or more of the following conditions exist:

a) an issue cannot be accommodated easily within Standing Committee schedules - either intense scrutiny is required in a relatively short time or thorough examination of complex issues is necessary over a relatively long period of time;

b) an issue does not fall readily under an existing Standing Committee - either because it is not clearly within any Standing Committee's terms of reference or because aspects of the issue cut across several bodies;

c) there is a need for the participation of experts not represented on the relevant committee.

A recommendation from the Agenda Committee to establish a Special Committee shall include terms of reference, an outline of membership, the anticipated reporting date and the date of disestablishment.

3.3 Striking Committee

The Striking Committee, established by the Agenda Committee, shall recommend annually and as vacancies occur to the Academic Board the non-Governing Council membership of the Board (except teaching staff and librarians, who are elected) and its Committees and various other appointments.[14]

4. FUNCTION

The Academic Board is responsible for consideration of policy in the academic area and for monitoring matters within its area of responsibility. In general, the Board is concerned with matters affecting the teaching, learning, and research functions of the University, the establishment of University objectives and priorities, the development of long-term and short-term plans and the effective use of resources in the course of these pursuits.

Except in purely academic matters (those specified in clauses 2(14)(g), (h), and (n)[15] of the *Act*), the Board does not have final decision-making authority. In most instances,

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[14] Appointment of two members of the Academic Board to the Provost's Advisory Committee on the Library recommended to the Board; on the recommendation of the President, the appointment of the Council of Ontario Universities' Academic Colleague and Alternate recommended to the Board.

[15] Clause 2(14)(g) refers to conducting examinations and appointing examiners, (h) refers to matters arising in connection with the award of fellowships, scholarships, medals, prizes and other awards for academic achievement, and (n) refers to the determination and regulation of standards for the admission of students to the University, the contents and curricula of all programs and courses of study and the requirements for graduation.

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recommendations of the Board are confirmed by the Executive Committee on behalf of Council. Matters having significant impact on the University as a whole, those having serious steering effects on the development of a particular division or those having a major impact on the relationships amongst divisions and relationships between the University and the community at large, will normally require the approval of the Governing Council.

5. AREAS OF RESPONSIBILITY

A list of areas for which the Academic Board is responsible is provided in Section 5.1. An explanation of those matters which are brought forward directly to the Board for its consideration is contained in Section 5.2, followed by a list of matters brought to the Board through its Standing Committees in Section 5.3.

As outlined in the *Report of the Chairman's Advisory Committee on Governance* (Appendix E, page 26, May 10, 1988), "except in purely academic matters (those specified in sections 2.14 (g), (h), and (n) of the *University of Toronto Act, 1971*), the Board does not have final decision-making authority. In most instances, recommendations of the Board are confirmed by the Executive Committee …" on behalf of the Governing Council. Matters having significant impact on the University as a whole will normally require the approval of the Governing Council.

5.1 The following areas are within the Board's responsibility. Matters within these areas may be considered by the Board itself and/or one of its Standing Committees:

> Academic appeals
> Academic appointments and individual appointments
> Academic discipline
> Academic priorities for fundraising
> Academic programs
> Academic regulations
> Academic services
> Admissions
> Awards
> Budget guidelines and budget plans
> Campus Master Plans for St. George Campus
> Ceapital projects[1] and space, and campus master plans and *Project Completion Reports*[2]
> Constitutions of divisional councils
> Continuing studies

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[1] The *Policy on Capital Planning and Capital Projects* states that "*[a] presentation of capital projects prioritized for the year in response to existing and anticipated program needs, will be made annually at the first meeting of the relevant governance bodies. This presentation will set out the strategic importance of prioritized capital projects as part of the University's strategic and operational planning process so as to provide context for the Capital Projects expected to be coming forward to governance bodies in that year.*" [SECTION 1.(b)]

[2] *Completion Reports* represent, "*a written report to University governance bodies that confirms the practical completion of a project and final determination of financial costs together with a summary of budget and schedule variances.*" [SECTION 2.(e)]

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Curriculum
Disruption of academic programs
Divisional academic plans and guidelines for such plans
Earned and posthumously awarded degrees, diplomas, and certificates
Endowed and limited term chairs, professorships, distinguished
  scholars, and program initiatives
Enrolment
Establishment, termination or restructuring of academic units
Examinations and grading practices
Name changes of academic units
Planning
Research
Submissions to and agreements with external bodies
Teaching guidelines
University objectives / mission statement

5.2 Matters Proceeding Directly to the Academic Board:

5.2.1 Academic Appointments Policy and Appointment of Individuals

a) Policies on Academic Appointments

Policies on the nature of academic employment are assigned to the Academic Board. These encompass policies on the appointment, promotion, tenure, suspension and removal of teaching staff, as well as policies on the conduct of academic work, such as the policies on research leave and on academic freedom and responsibilities. In the case of extensive revision to a policy or revisions of major import, or the establishment or repeal of a key policy, the matter may be referred to a Special Committee. Minor amendments to policies may be referred directly to the Academic Board for consideration and confirmation by the Executive Committee.

b) Individual Appointments

The Academic Board considers a number of academic appointments.[16]

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[16] The Agenda Committee shall approve on behalf of the Academic Board, pursuant to the *Policy on Appointment of Academic Administrators*, the appointment of academic administrators (to be confirmed by a committee consisting of the Chair of the Governing Council, the President, and the Chair of the Academic Board).

The Academic Board shall approve a) the appointment of the University Librarian and the Dean of the School of Continuing Studies, pursuant to the *Policy on Appointments and Remuneration* (to be confirmed by a committee consisting of the Chair of Governing Council, the President, and the Chair of the Academic Board), and b) the appointment of University Professors pursuant to the *Policy and Procedures on Academic Appointments*.

The Academic Board shall receive the following reports for information: a) a report from the President on the removal of any academic administrator from office, pursuant to the *Policy on Appointment of Academic Administrators*, and b) a report from the Vice-President and Provost on the waiving of some or all of the procedures for academic appointments, pursuant to the *Policy and Procedures on Academic Appointments*.

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Reports for information on the following matters shall be considered by the Board by means of electronic publication: a) academic appointments with tenure - to be reported pursuant to the *Policy on Appointments and Remuneration*; b) appointments of professors emeriti – to be reported pursuant to the *Policy on Appointment of Professor Emeritus*; and c) individuals who are promoted - to be reported pursuant to the *Policy and Procedures Governing Promotions*.

5.2.2 Constitutions of Divisional Councils

New or amended divisional constitutions are forwarded by divisional councils to the Academic Board for consideration and confirmation by the Executive Committee. By-laws which may contain such matters as procedural rules and committee memberships and terms of reference are approved by the divisional councils.

5.2.3 Divisional Seals

Authority to approve the acquisition and design of divisional seals is delegated to the Vice-President and Provost and the Chair of the Academic Board. [A record of such seals and the purposes for which they are used shall be kept in the Office of the Governing Council.]

5.2.4 Degrees, Diplomas and Certificates

Approval of the award of earned degrees, diplomas and certificates, including conjoint degrees, and the award of posthumous degrees, diplomas and certificates is delegated by the Governing Council to any two of the Vice-President and Provost, the Chair and the Vice-Chair of the Academic Board on the recommendation of the respective division.

The Academic Board receives annual reports on the number of degrees, diplomas and certificates awarded (by means of electronic publication - see Section 6.3, Additional Reports for Information.)

[Policy matters affecting earned and posthumously awarded degrees, diplomas and certificates, including their design, are considered by the Committee on Academic Policy and Programs and forwarded to the Academic Board for consideration.]

5.2.5 Convocations

The Academic Board has responsibility for policy matters with respect to convocation ceremonies.

a) Ceremonial Procedures

Authority concerning decisions on procedures is delegated to a committee of the Chancellor, the President, the Chair of the Academic Board and the Secretary of the Governing Council.

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b) Academic Regalia

Authority for the approval of academic hoods, academic robes, robes of office and other regalia is delegated to the Chancellor, Chair and the Vice-Chair of the Academic Board.

5.2.6 Academic Discipline

a) Policy and Procedures

Policy and procedures with respect to academic discipline are as described in the *Code of Behaviour on Academic Matters*, as amended. Proposed amendments to the *Code* will be submitted either directly to the Academic Board or will be considered first by a Special Committee. With the University Affairs Board, the Academic Board recommends amendments to the terms of reference of the Discipline Appeals Board[17].

An annual University-wide report on academic discipline cases is forwarded to the Academic Board for information.

b) Individual Cases

Individual cases are disposed of in accordance with the *Code of Behaviour on Academic Matters*. Reports on the disposition of cases, without names, are received by the Academic Board for information.

c) Appointments

The Academic Board appoints the following:
 i   the University discipline counsel and the assistant discipline counsel, on the recommendation of the Vice-President and Provost
 ii the Secretary of the University Tribunal, on the recommendation of the Vice-President and Provost
 iii the Senior Chair, Associate Chairs and co-chairs of the University Tribunal, and the Senior Chair and Chairs of the Academic Appeals Committee, on the recommendation of the Nominating Committee for the University Tribunal and Academic Appeals Committee.[18]
 iv six members of the Discipline Appeals Board, on the recommendation of the Striking Committee. [The University Affairs Board appoints the other 6 members.]

5.2.7 Name Changes of Academic Units

Name changes in academic divisions (excluding namings[19]) are approved by the Academic Board (to be considered as a consent agenda item - see Section 6.2 Consent Agenda) and confirmed by the Executive Committee. [Changes in name that are part of a

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[17] The Discipline Appeals Board is the body that hears appeals arising from the *Code of Behaviour on Academic Matters* and the *Code of Student Conduct*.
[18] The Nominating Committee for the University Tribunal and Academic Appeals Committee is established annually by the Agenda Committee.

[19] Academic units named under the *Policy on Naming* will be reported to the Academic Board for information. proposal for establishing, restructuring and/or merging units are

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recommended to the Academic Board by the Planning and Budget Committee.

5.2.8 Agreements with Certain Affiliated or Federated Institutions

New or substantially amended agreements with affiliated or federated institutions such as the Toronto School of Theology are recommended by the Academic Board to the Governing Council. Extension of the term of the agreements or minor amendments are approved by the Academic Board and confirmed by the Executive Committee.

5.2.9 Disruptions in Academic Programs

The Academic Board or the Vice-President and Provost shall declare when a disruption of the academic program has occurred. [The Vice-President and Provost shall report to the Committee on Academic Policy and Programs on the implementation of the procedures and changes to the status of the academic programs.]

5.2.10 Report from the Council of Ontario Universities Academic Colleague

The Academic Board will receive for information an annual report from the University of Toronto's Council of Ontario Universities Academic Colleague.

5.2.11 Sessional Dates

[Authority is delegated to the divisions.]

5.2.12 Research

The Academic Board will receive for information an annual report from the Vice-President, Research.

5.2.13 Fundraising

The Academic Board will receive for information, under *The Provost's Guidelines on Donations*, a quarterly report on donations (to be considered as a consent agenda item).

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5.3 Matters Coming from the Academic Board's Committees:

5.3.1 Matters Requiring Governing Council Approval:

New or repealed policies or extensive changes to existing ones
Planning frameworks including enrolment frameworks
University mission statement
Capital projects[3], ~~capital plans~~, and St. George campus
master plans[20]
Annual operating budget and long-range budget guidelines
Priorities for fundraising
Template agreements with external bodies
Establishment, disestablishment or restructuring of academic units
Submissions to external bodies that do not conform to policy

5.3.2 Matters Requiring Executive Committee Confirmation:

Academic program proposals, as follows:
    (i) undergraduate programs leading to new degrees;
    (ii) new graduate programs and degrees;
    (iii) the termination of existing degrees and graduate programs;
    (iv) the addition and termination of joint degrees and programs with external
       institutions;
    (v) the renaming of degrees; and
    (vi) programs that establish significant new academic directions for a Faculty
       or are anticipated to have a substantial impact on relationships amongst
       divisions or with the public.
Agreements with external bodies that do not conform to the template
Capital projects ~~over~~ between $~~5~~10 million and up to $~~20~~50 million
Chair proposals that do not conform to policy
Guidelines for divisional academic plans
New diploma or certificate programs with resource implications
Name changes of academic units

5.3.3 Matters Requiring Academic Board Approval:

University-wide admissions policies
University-wide policies on student awards
University-wide grading practices and examinations policy

5.3.4 Matters for Information:

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[3] The level of approval required for individual projects is outlined in the *Policy on Capital Planning and Capital Projects*.

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Reports of the Academic Appeals Committee (without names)
Reports of the Agenda Committee

6. PROCEDURES

6.1 Meetings

The Academic Board will meet in open session. Appointments and other matters of a personal nature will be dealt with *in camera*, usually at the end of the meeting. Because of its size, the Board will use the procedures set out for the meetings of Governing Council.

6.2 Consent agenda

The Agenda Committee may determine that an item should be placed on a "consent" portion of the agenda. Those items are not given individual consideration by the Board, unless a member so requests. Rather, members with questions for clarification, or requests for further information, contact the assessor or other contact person shown on the item in advance of the meeting. Members with concerns who would like an item to be discussed by the Board should notify the Secretary at least 24 hours in advance of the meeting. Upon the request of any member, the matter will be considered by the Board in the usual manner.

Where a consent item requires a resolution of the Board, and where no member has requested consideration of the item in the usual manner, the motion will be placed before the Board and seconded, and it will normally immediately proceed to a vote without introduction or discussion.

Where a consent item is for information only, and where no member has requested consideration of the item in the usual manner, the item will normally be taken as received by the Board without introduction or discussion.

6.3 Additional Reports for Information

To keep members abreast of developments in a timely manner, certain reports for information required by these terms of reference and others as decided by the Agenda Committee from time to time will be considered by the members of the Board following their electronic publication. Members will be notified once the reports are made available. Members who have questions about a report will be invited to contact the sponsor of the item. Members with concerns about the report who would like it to be discussed by the Board should notify the Secretary at least fourteen days in advance of the next meeting to enable consideration by the agenda planning group. The report will be considered by the Board at that meeting in the usual manner.

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University of Toronto – Governing Council   12
Academic Board Terms of Reference
Revisions approved October 24, 2019 by the Governing Council
Revisions approved June 24, 2021 by the Governing Council
Revisions approved October 28, 2021 by the Governing Council

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BUSINESS BOARD

TERMS OF REFERENCE

1. MEMBERSHIP

1.1 Composition

Total membership is about 31, including at least 12 alumni members or Lieutenant-Governor-in-Council appointees to Governing Council, up to 6 co-opted lay members and 3 administrative assessors selected by the President appointed *ex officio*. There will also be representatives on the Board from teaching staff, administrative staff and students. The usual composition of the Board is shown below. Membership may vary slightly from year to year.

CONSTITUENCY	GOVERNING COUNCIL	NON-GOVERNING COUNCIL	TOTAL
Administrative Staff	1 or 2	1 or 0	2
Alumni	5	0	5
LGIC Appointees	7	0	7
Teaching Staff	1 or 2	1 or 0	2
Students	1 or 2	1 or 0	2
Presidential Appointees	0 or 1	0	0-1
Presidential Assessors			3
Others (Co-opted lay members)	0	up to 6	up to 6
Ex Officio			
Chancellor	1	0	1
Chair	1	0	1
Vice-Chair	1	0	1
President	1	0	1
TOTAL			**up to 31**

The Secretary of the Governing Council is an *ex officio*, non-voting member.

Members of the Governing Council are appointed to the Board annually by the Council. Other, or "co-opted", members are appointed by the Board on the recommendation of its Striking Committee (see below). For the co-opted lay member seats, the Chair of the Governing Council and the Chair of the Business Board shall take particular responsibility for nominating candidates to the Striking Committee.

1. MEMBERSHIP (Cont'd)

1.2 Term

Terms normally begin on July 1 and continue to June 30.

Governing Council members are appointed by Council for one-year terms. They may be reappointed, subject to their continued membership on the Council.

Because Governing Council members may in any year fill all places on the Board for administrative staff, alumni, teaching staff and students, co-opted members from those constituencies are appointed for a one-year term only, which is renewable if the place is available the next year.

The co-opted lay member appointments are normally made for three-year terms, which are renewable for a second and, in exceptional circumstances, a third term. In making these appointments, the Board will seek an appropriate balance between continuity and renewal. The Board will also seek to establish a rotation so that the terms of office will be staggered and one third of the co-opted lay members' terms will end each year.

1.3 Chair and Vice-Chair

The Chair and Vice-Chair of the Board are appointed by the Governing Council from among the members of the Council on the Board.

2. QUORUM

One-third of the voting members (usually 11 members).

3. COMMITTEES

3.1 Standing Committees

The Audit Committee reports to the Business Board.

3.2 Special Committees

The Business Board does not normally establish Special Committees. The President or the appropriate Presidential assessor has an obligation to tender advice and develop proposals for action on all matters within the terms of reference of the Business Board.

3. COMMITTEES (Cont'd)

3.3 Striking Committee

The Striking Committee, appointed annually by the Board on the recommendation of the Chair, shall recommend to the Board: (a) the appointment of co-opted members (members who are not members of the Governing Council) to the Business Board and the Audit Committee and (b) the Chair and Vice-Chair (if any) of the Audit Committee.

Membership of the Striking Committee consists of the Chair of the Board, *ex officio*, plus five members of the Board who shall be selected so that the Striking Committee includes at least one administrative staff member, one alumni member, one Lieutenant-Governor-in-Council appointee, one member of the teaching staff and one student member. The Chair of the Board serves as Chair of the Committee. The Board's voting assessors are invited to attend meetings of the Striking Committee in an advisory capacity.

The Striking Committee meets *in camera* and its recommendations are considered by the Board meeting *in camera*.

4. FUNCTION

The Business Board is responsible for consideration of policy and for monitoring matters affecting the business affairs of the University.

5. AREAS OF RESPONSIBILITY

The following areas are within the Board's responsibility:

- Financial policy, including policy delegating financial authority, and approval of financial transactions as required by policy
- Capital Projects, in relation to approval of financing, execution and approval of any transactions as required by policy[1]
- University-owned or capital leased property including physical plant, equipment and works of art
- University policy on ancillary operations and monitoring of business ancillaries
- Policy on fundraising
- Alumni affairs
- Relations with the external community
- Institutional communications
- Policy on organization of business functions
- Human resources policy for administrative staff (except librarians)
- Employee benefits

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[1] As per *Policy on Capital Planning and Capital Projects*
The Policy on Capital Planning and Capital Projects states that "the Business Board will assess the extent to which the project is within it approved parameters, its cost effectiveness, the extent to which full funding is committed or obtainable, and whether there are any significant outstanding and unresolved issues with respect to the project."

5. AREAS OF RESPONSIBILITY (Cont'd)

- Monitoring and recommending policy on the occupational health and safety of members of the staff of the University and other policy pertaining to the health and safety of all members of, and visitors to, the University except for those matters falling within the terms of reference of the University Affairs Board
- Contractual relations with employee groups
- Tuition fees/policy on ancillary fees

The Business Board holds delegated authority to act for Governing Council with respect to all matters in its terms of reference except for matters:

(a)   which are deemed, pursuant to By-law Number 2, section 31(d)[2], to be of major significance for the University as a whole, or to have major significance with respect to the University's public or fiduciary responsibilities; or

(b)   which Governing Council is required by statute or specific contractual obligation to approve; or

(c)   which are reserved to Governing Council by these terms of reference, as amended from time to time by Governing Council.

The President or designate holds delegated authority to act for Governing Council with respect to approval of business transactions in the normal course of business.

Authority for approval in specific matters is as follows. The specific items below are intended to supplement, not limit, the general statements above in sections 4 and 5.

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2   This section provides that "Where the Council, with respect to any matter or class of matters, has conferred on any committee reporting directly to it authority to act on its behalf, and where, prior to the adoption by the committee of a resolution to determine the matter, the Chairman of the Governing Council, the Chair of the committee, the President (or an administrative assessor acting for the President), or the committee itself is of the opinion that the matter is major in significance with respect to the University as a whole or with respect to the public or fiduciary responsibilities of the Governing Council, the Chairman, Chair, President or committee, as the case may be, may require that the action of the committee be submitted to the Council for confirmation." This provision does not apply to actions taken by the Board with respect to "agreements with the teaching or administrative staff of the University concerning the remuneration or benefits, terms of employment, rights or privileges available to employees of the University that are directly related to compensation or that are negotiated in a collective fashion for a class or group of employees of the University."

5. AREAS OF RESPONSIBILITY (Cont'd)

5.1 Financial policy and transactions

(a) Governing Council

- appointment of the University's auditors
- approval of the annual audited financial statements
- review of reports from the Business Board at least annually on the Board's receipt and discussion of reports on the investment of University funds
- review of reports from the Business Board at least annually on the Board's receipt and discussion of reports on the financial integrity and strength of the University's endowment funds, pension funds and other substantial invested funds.

(b) Business Board

- approval of policies governing the financial operations of the University, including policies delegating financial authority
- approval of policies with respect to financial programs and transactions, and approval of individual programs and transactions as required by those policies
- review of regular reports on matters affecting the finances of the University[3] and on financial programs and transactions
- concurrence with the recommendation of the Academic Board that the Budget Guidelines be approved, when the Guidelines propose deviation from approved financial policies; concurrence with the recommendation of the Academic Board that the budget report be approved[4]
- establishment, if necessary, of interim operating budget appropriations, for the beginning of the fiscal year
- approval of banking resolutions and amendments thereto
- concurrence with respect to major projects, plans, or programs outside the normal course of business that require the balancing of expense and revenue (including but not limited to new residences or parking structures)
- review and approval from time to time of the return targets and risk tolerances for the investment of the University funds
- review from time to time of the asset allocation for the investment of University funds
- review and approval from time to time of the investment policies for university investment funds and amendments thereto[5]

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3 For example, financial forecasts, reports on borrowing, reports on investment of University funds, reports on any non-financial elements of University investments and reports on the financial status of the pension plans.

4 Such concurrence would indicate that the Business Board is satisfied that the proposed budget or budget guidelines are financially responsible.

5 Such policies include those governing non-financial aspects of University investments.

5. AREAS OF RESPONSIBILITY (Cont'd)

5.1 Financial policy and transactions (Cont'd)

(b) Business Board (Cont'd)

- approval of the delegation of authority to a University-controlled asset management corporation (or other entity established for a similar purpose) for the management of the investment of University funds
- approval of provisions for the appointment of a Board to oversee the work of that corporation and arrangements for the appointment and removal of its members (or approval of the establishment of some other entity to achieve a similar purpose)
- review of annual reports, or more frequent reports as the Board may from time to time determine, on the investment of University funds, such reports to include, without limitation: (i) reports on investment risk and return; and (ii) reports on fees and expenses incurred
- review of annual reports, or more frequent reports as the Board may from time to time determine, on the investment performance of the pension funds, to discharge the Board's responsibility to ensure the fiscal integrity of the University.

(c) President or designate

- approval of guidelines, programs and transactions in the normal course of business to implement approved policies
- preparation of regular reports to the Board on matters affecting the finances of the University[6] and on financial programs and transactions
- with the advice of the Investment Committee[7], approval of asset allocation for the University Funds (and review of the asset allocation for the Pension funds)
- negotiation and settlement of a detailed investment management agreement between the University and a University-controlled asset management corporation (or other entity established for a similar purpose), pursuant to the approved delegation of authority to the corporation (or other entity) for the management of University funds. The Agreement would include for University funds criteria for assessment of services provided and investment performance in comparison to risk and rate of return objectives specified in the approved investment policy and other benchmarks established through this agreement from time to time.

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[6]   For example, financial forecasts, reports on borrowing and reports on investment activities.

[7]   The Investment Committee (IC) is 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 are within the authority of the President. It is constituted so as to have significant expertise and the President and the UTAM Board have agreed that it can provide direct input to UTAM staff as they carry out their duties. For clarity, the IC is a committee of University management, not a committee of governance. UTAM is the University of Toronto Asset Management Corporation.

5. AREAS OF RESPONSIBILITY (Cont'd)

5.2 ~~**Capital projects, involving new construction and major renovations**~~

Capital Projects including the acquisition of land, development and construction of new buildings and physical infrastructure; **and Four Corners and Infrastructure Projects.**

~~**(a) Governing Council**~~

- ~~approval of policies governing the execution of capital projects~~
- ~~(priority is assigned to capital projects on the recommendation of the Academic Board)~~

(a) Business Board

- ~~approval of capital expenditures for, and the execution of, approved projects, as required by approved policies~~;[8] REMOVE FOOTNOTE

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[8] ~~The Policy on Capital Planning and Capital Projects states that "the Business Board will assess the extent to which the project is within its approved parameters, its cost effectiveness, the extent to which full funding is committed or obtainable, and whether there are any significant outstanding and unresolved issues with respect to the project."~~

<mark>**ADDED FOOTNOTES:**</mark>

The *Policy on Capital Planning and Capital Projects* states the following:
SECTION 1(a): *A presentation of Capital Projects prioritized for the year in response to existing and anticipated program needs, will be made annually at the first meeting of the relevant governance bodies. This presentation will set out the strategic importance of prioritized Capital Projects as part of the University's strategic and operational planning process so as to provide context for the Capital Projects expected to be coming forward to governance bodies in that year.*

SECTION 2(e): *Upon Project Completion, a PCR is required and submitted for the following Capital Projects, excluding Property Acquisitions, Capital Leases and Real Estate Partnerships: For all Academic Capital Projects to the Academic Board and to the Business Board; For all Four Corners Projects, to the Business Board; and For all Infrastructure Projects, to the Business Board. The purpose of the PCR is to confirm financial closure of the Capital Project has occurred and to identify any budget and schedule variances, positive or negative.*

SECTION 4(b).2: *Four Corners and Infrastructure Projects will follow the same governance process as set for Academic Projects above with the exception that: (a) Level 2 Capital Projects are considered by Business Board in addition to the consideration by Academic Board described above. Business Board will recommend approval to the Executive Committee of the Governing Council; and (b) Level 3 Capital Projects will follow the same approval process as Level 2 Capital Projects with the additional requirement that the Executive Committee of the Governing Council endorses and forwards such projects to the Governing Council for approval.*

SECTION 4(b)(i)(3): *Business Board approval is required for all Level 2 and Level 3 Capital Projects, or any Level 1 Capital Project that requires Financing.*

- review of the *Capital Priorities List*, as required by approved policies
- ~~approval of increases in capital expenditures, required~~
- approval of the financing and execution of Capital Projects, as required by approved policies
- ~~approval of increases in capital expenditures, required as the result of changes in the scope or cost of projects, as required by approved policies~~.
- approval of Level 2 and 3 Four Corners ("4C") and Infrastructure Project as required by approved policies
- approval of Property Acquisitions, Real Estate Partnerships, and Capital Leases as required by approved policies
- review of *Project Completion Reports*

(c) President or designate
- within established policy, carrying out approved projects including: appointment of architects; call and approval of tenders within cost limits; and the establishment and change of authorized expenditures within approved limits[9] REMOVE FOOTNOTE

5.3 University property and physical plant

(b) Business Board

- approval of acquisition or disposal of real estate over a value $5M and approval of arrangements for the non-University use or development of University property[10]
- approval of policies governing the University's art collections

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SECTION 4.(c) & (d): *Any Financing will be approved by the Business Board. The role of the Business Board in this instance is exclusively to consider the financial impact in the context of the University's debt capacity; and, Approval of Execution of Project grants authority to the Vice-President, Operations and Real Estate Partnerships to sign the necessary agreements and other relevant documents on behalf of the University for the Capital Project to proceed. The Execution of Projects includes the call and approval of tenders within cost limits, and the establishment and charge of authorized expenditures within approved limits.*

9 ~~The Vice-President, University Operations is authorized to approve expenditure increases less than 10% of the original Total Project Costs and less than $5M providing that the cumulative increases for the project are up to 10%.~~"

10 For the disposal, or the non-University use or development, of University property by the University or others, concurrence of the Academic Board is required, on advice of the Planning and Budget Committee, to indicate that the property is surplus to University requirements.

5. AREAS OF RESPONSIBILITY (Cont'd)

5.3 University property and physical plant (Cont'd)

(c) President or designate

-    approval of transactions in the normal course of business including: the acquisition of real estate with a value of up to $5M and the release of funds to fund the acquisition; leases for which funding has been approved; acquisition and disposal of rights of way and easements, etc.; acquisition and disposal of major items of equipment, overall regulations concerning the maintenance of buildings and grounds, with reports for information to the Board on any matters of major significance to the University
-    preparation of regular reports on the overall maintenance and safety of buildings and grounds[11]

5.4 Ancillary operations

(b) Business Board
   -    designation of incorporated or unincorporated units as ancillaries[12] or termination of such designation
   -    general financial policy on ancillaries
   -    for incorporated business ancillaries:
        -    review of annual reports and financial statements
        -    approval of arrangements for incorporation
        -    approval of capital spending and/or borrowing, as required by financial policy or the by-laws of the ancillary
   -    for unincorporated business ancillaries: approval of annual budgets or periodic approval, at least every five years, of business plans

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[11]   The Board receives an annual report on deferred maintenance and facilities renewal. The Board also receives an annual report on health and safety matters, which deals with the safety of buildings and grounds, among other matters.

[12]   There are at present ~~four~~ three classes of ancillaries.
(a)   Incorporated Business Ancillaries: U of T Press, University of Toronto Asset Management Corporation.
(b)   Unincorporated Business Ancillary: University Development and Campus Services ~~Residential Housing Ancillary (previously the Real Estate Ancillary).~~
(c)   Campus and Student Services: Hart House, University College Residences, New College Residences, Innis College Residence, Woodsworth College Residence, UTM Residences, UTSC Residences, Graduate House Residence, Family Housing, 89 Chestnut Street Residence, UTM Conference Services, UTSC Conference Services and Facilities Rental, University College Food Services, New College Food Services, St. George Campus Food and Beverage Services, UTM Food and Beverage Services, UTSC Food and Beverage Services, St. George Campus Parking Services, UTM Parking Services, UTSC Parking Services.
~~(d)   Research Ancillaries: Hungarian Research Institute of Canada.~~

Annual plans and budgets for the campus and student service ancillaries are approved by the University Affairs Board, within parameters established by general financial policy for ancillary operations and the University budget process.

5. AREAS OF RESPONSIBILITY (Cont'd)

5.5 Fundraising

(a) Governing Council

- approval of overall policies and plans for fundraising campaigns
- general priorities for fundraising campaigns - established by Governing Council on the Business Board's recommendation, with the concurrence of the Academic Board
- approval of receipt of major gifts and bequests with terms and conditions of an unusual nature

(b) Business Board

- review of an annual report from the President or designate on the University's advancement activities.
- approval of the designation of the use of unrestricted gifts and bequests over $2-million (2011 dollars)

(c) President or designate

- the organization of fundraising campaigns
- creation of volunteer fundraising bodies and appointment of members
- approval of strategies and policies concerning the general conduct of fundraising
- approval of policies on the receipt, acknowledgement and use of gifts and bequests
- the President has the authority to approve the designation of the use of unrestricted gifts and bequests of $2-million or less (2011 dollars)
- preparation of quarterly reports on major gifts and bequests received

5.6 Relations with the external community

Review of an annual report from the President or designate(s) on the University's public and community relations activities and government relations activities.

5.7 Institutional Communications

Review of an annual report from the President or designate(s) on the University's institutional communications activities.

5.8 Alumni affairs

Review of an annual report from the President or designate(s) on the University's alumni affairs activities.

5. AREAS OF RESPONSIBILITY (Cont'd)

5.9 Human resources policy for administrative staff (except professional librarians) and benefit programs for all employees

(b) Business Board

-   Approval of human-resources policies for non-union administrative staff, except professional librarians[13]
-   Approval of benefit programs and amendments thereto.

(c) President or designate

-   approval of guidelines, programs and transactions to implement approved policies

5.10 Terms and conditions of employment

(b) Business Board

-   approval of the initial agreement with any employee group
-   approval of changes concerning the process of determining salaries and benefits
-   approval of changes that constitute new policy directions, except for changes to academic employment policies within the jurisdiction of the Academic Board[14]
-   approval of agreements and changes to agreements outside the *Labour Relations Act* with respect to terms and conditions of employment, subject to any limitations established by law or contact[15]

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[13] Human resources policies for unionized administrative staff are usually included in collective agreements. Authority with respect to agreements with employee groups is dealt with in section 5.10 below.

[14] Employment policies within the jurisdiction of the Academic Board are defined in By-Law Number 2, section 31(b) as matters "with respect to the nature of academic employment" assigned by resolution of the Governing Council to the Academic Board.

[15] Agreements with the Faculty Association arising from the report of a Dispute Resolution Panel, pursuant to clauses 22, 23 and 25 of article 6 of the Memorandum of Agreement with that Association, take effect without Business Board approval, unless the President recommends the repudiation of a non-unanimous report. Subject to any limitations imposed by law or contract, the Board approves any recommendation from the President pursuant to section 23 of article 6 of the Memorandum of Agreement with the Faculty Association to repudiate a non-unanimous report of a Dispute Resolution Panel.

Board approval is also required for changes to the terms and conditions of employment of members of groups where those terms and conditions are not established through an agreement that follows a process of collective bargaining. Those groups are professional and managerial administrative staff and administrative staff who have access to confidential information concerning labour relations.

5. AREAS OF RESPONSIBILITY (Cont'd)

5.10 Terms and conditions of employment (Cont'd)

(c) President or designate

-   responsibility for the conduct of negotiations with all employee groups
-   approval of changes to collective agreements under the *Labour Relations Act* that fall within existing policies and salary determination procedures

5.11 Tuition and ancillary fees

(a) Governing Council

-   approval of annual general academic fee schedule

(b) Business Board

-   policy on ancillary fees
-   approval of academic ancillary fees as may be required by the Policy on Ancillary Fees. Ancillary fees for student services, student organizations and student levies for specific limited purposes are the responsibility of the University Affairs Board

5.12 Health and safety

(b) Business Board

-   approval of policies concerning the health and safety of members of the University and visitors
-   periodic review of programs to implement: (a) the *Occupational Health and Safety Act*, the *Environmental Protection Act* and regulations issued pursuant to them; and (b) other Governing Council policies concerning the health and safety of members of the University and visitors

(c)   President or designate

-   approval of University regulations and other actions to implement the *Occupational Health and Safety Act*, the *Environmental Protection Act*, and approved policies on health and safety
-   preparation of an annual report on environmental health and safety activities, including activities undertaken to ensure compliance with the *Occupational Health and Safety Act* and the *Environmental Protection Act*

5. AREAS OF RESPONSIBILITY (Cont'd)

5.12 Health and safety (Cont'd)

    (c)   President or designate (Cont'd)

         - preparation of reports, made to the next regular meeting of the Board, on any instances where, pursuant to the *Occupational Health and Safety Act* or the *Environmental Protection Act:* (a) an order is issued by the relevant Ministry or other regulatory authority and there is not full compliance within the specified time; (b) employees refuse to work for reason of danger to their health or safety; (c) the President or designate decides not to implement a recommendation of a Joint Health and Safety Committee established pursuant to the *Occupational Health and Safety Act*; or (d) any other significant event occurs where the Business Board should be informed to enable it to perform, on behalf of the Governing Council, its responsibilities pursuant to the *Occupational Health and Safety Act*, the *Environmental Protection Act* or other applicable legislation

6. PROCEDURES

6.1 Meetings

The Business Board usually meets in open session but may, pursuant to section 33 of By-Law Number 2, meet in closed session or *in camera* when: (i) matters may be disclosed at the meeting of such a nature, having regard to the circumstances, that the desirability of avoiding open discussion thereof outweighs the desirability of adhering to the principle that meetings be open to the public; or (ii) intimate financial or personal matters of any person may be disclosed at the meeting or part thereof.

Pursuant to section 33 of By-Law Number 2, the Board routinely moves into closed session at the end of each meeting to consider receipt of any closed session reports from its assessors. Assessors are invited to report on any matters of a confidential nature and to initiate discussion on any policy matters at an early stage of policy development, before they wish to bring a recommendation forward for debate and approval.

6.2 Agenda

In establishing agenda for meetings of the Board, the Chair will usually be advised by an agenda planning group that includes the Vice-Chair and the voting and non-voting assessors. The proposed agenda for a meeting, together with background documentation, is reviewed at an agenda planning meeting, usually scheduled ten to fourteen days prior to the Board meeting.

6. PROCEDURES (Cont'd)

6.2 Agenda (Cont'd)

Notwithstanding the usual procedure for establishing the agenda for meetings, matters may be added to the agenda of a current or subsequent meeting, as provided in sections 32 (d), (e) and (f) of By-Law Number 2, by: a vote of two thirds of the members present and voting to add a matter to the agenda of a meeting; a resolution to determine that a matter be included on the agenda of a subsequent meeting; a written request signed by at least 10% of the voting members and submitted at a meeting that a stated matter be included on the agenda of the next regular meeting; or a notice of motion approved by the Chair for inclusion on the agenda of a subsequent meeting.

6.3 Consent agenda

The Chair may determine that an item should be placed on a "consent" portion of the agenda. Those items are not given individual consideration by the Board, unless a member so requests. Rather, members with questions for clarification, or requests for further information, contact the assessor or other contact person shown on the item in advance of the meeting. Members with concerns who would like an item to be discussed by the Board should notify the Secretary at least 24 hours in advance of the meeting. Upon the request of any member, the matter will be considered by the Board in the usual manner.

Where a consent item requires a resolution of the Board, and where no member has requested consideration of the item in the usual manner, the motion will be placed before the Board and seconded, and it will normally immediately proceed to a vote without introduction or discussion.

Where a consent item is for information only, and where no member has requested consideration of the item in the usual manner, the item will normally be taken as received by the Board without introduction or discussion.

6.4 Additional reports for information

To keep members abreast of developments in a timely manner, certain reports for information required by these terms of reference and others as decided by the Chair from time to time will be considered by the members of the Board following their electronic publication. Members will be notified once the reports are made available. Members who have questions about a report will be invited to contact the sponsor of the item. Members with concerns about the report who would like it to be discussed by the Board should notify the Secretary at least fourteen days in advance of the next meeting to enable consideration by the agenda planning group. The report can then be considered by the Board at that meeting in the usual manner.

6. PROCEDURES (Cont'd)

6.5 Level of approval for matters coming before the Board

The Chair of the Board, with the advice of the Board's agenda planning group and subject to the duly established authority of the Executive Committee of Governing Council, has the authority to interpret the terms of reference of the Board with respect to whether an item should be placed on the Board's agenda for recommendation to the Governing Council, for approval, or for information and discussion.

Notwithstanding the above paragraph, where the Chair has determined that a matter is to come before the Board for approval, and prior to the adoption by the Board of a resolution to determine the matter, the Chair of the Governing Council, the Chair of the Board, the President or an administrative assessor acting for the President, or the Board itself, may, pursuant to section 31(d) of By-Law Number 2, determine that the matter is major in significance with respect to the University as a whole or with respect to the public or fiduciary responsibilities of the Governing Council, and the Chair of the Governing Council, the Chair of the Board, the President, assessor or Board, as the case may be, may require that the action of the Board be submitted to the Council for confirmation. Where a matter is referred to the Governing Council pursuant to this provision, the action taken by the Board shall not have effect unless confirmed by the Council.

This provision does not apply to actions taken by the Board under its delegated authority under section 31(b) of By-Law Number 2 to act on behalf of the Governing Council with respect to agreements with the teaching or administrative staff of the University concerning the remuneration or benefits, terms of employment, rights or privileges available to employees of the University that are directly related compensation or that are negotiated in a collective fashion for a class or group of employees of the University.

6.6 Board and administrative responsibility

Given the nature of its responsibilities and the absence in the unicameral system of a collegial body with the statutory right to advise it, the Business Board normally exercises its powers (a) through judging proposals for policies, programs and major transactions brought forward by the President and the Board's assessors, and (b) through monitoring reports from those officers on matters within these terms of reference.

The Board will normally rely on the President and the Board's assessors to develop proposals and options for its consideration. The President's responsibility as Chief Executive Officer would oblige him/her or his/her colleagues to advise the Business Board on all issues within its terms of reference.

The Board will normally accept or reject proposals from the President or the appropriate administrative assessor(s) or refer them back for further consideration of a particular aspect(s). The Board will not normally amend proposals developed by the administration, apart from minor amendments (a) that do not contravene the sense of the original motion or negate it, and (b) that are accepted by the President or the appropriate assessor.

6. PROCEDURES (Cont'd)

6.6 Board and administrative responsibility (Cont'd)

The President or an assessor acting on the President's behalf will have the right to withdraw from consideration any proposal the administration has made for action, prior to a final vote being taken on the proposal or on an amended version of the proposal, subject to the Board's residual power to schedule an item for discussion or debate at a future meeting of the Board.

Similarly, in the event that a proposal is presented to the Board other than through an administrative recommendation, the President or appropriate assessor has the right to defer action until the next meeting of the Board.

Notwithstanding anything else in this clause 6.6, the Business Board will still possess the residual power of Governing Council to take any action deemed appropriate concerning a matter within its responsibility in some unforeseeable circumstance and to determine what matters of business should come before it.

June 13, 2002
August 8, 2007, (footnotes updated)
May 21, 2008, Section 5.1, "Financial policy and transactions" updated to include new provisions
    concerning the investment of University and pension plan funds.
June 24, 2010, Section 5.1, "Financial policy and transactions" amended to implement new arrangements
    for the oversight of investments.
October 28, 2010, Sections 3.1 and 5.1 amended to take into account the establishment of the Pension
    Committee and the delegation of certain previous Business Board responsibilities to that Committee.
October 27, 2011, various amendments arising from recommendations of the Implementation Committee
    for the Report of the Task Force on Governance.
February 16, 2012 – Section 1.1 amended to enable the President's appointment of 3 voting administrative
    assessors.
June 23, 2016 – Section 5.1 (c) amended to change the Investment Advisory Committee to the Investment
    Committee, and to add a footnote describing the role of the Investment Committee as a committee of
    university management.
December 14, 2017 – Section 5.3(b) and Footnote 9
October 28, 2021 – Sections