



**FOR INFORMATION**

**PUBLIC**

**OPEN SESSION**

**TO:** Business Board

**SPONSOR:** Brian Lawson, Chair of the Governing Council  
**CONTACT INFO:** [chair.gc@utoronto.ca](mailto:chair.gc@utoronto.ca)

**PRESENTER:** As above.  
**CONTACT INFO:**

**DATE:** June 8, 2022 for June 21, 2022

**AGENDA ITEM:** 2

**ITEM IDENTIFICATION:**

Annual Report of the Senior Appointments and Compensation Committee for 2021-22

**JURISDICTIONAL INFORMATION:**

Under the *Policy on Appointments and Remuneration*, the Senior Appointments and Compensation Committee is responsible for attesting to the Governing Council, through the Business Board, that compensation policies and programs for particular categories of employees are appropriate, and that decisions about the compensation of individuals have been made in accordance with established policy and practice. The categories include members of the University's senior administration, academic division heads and administrative officers with special reporting arrangements with respect to the Governing Council, the President or the Provost.

In the *Policy on Appointments and Remuneration*, the Governing Council has also provided for delegation of its powers to appoint employees. Appointments under the authority delegated to the SACC are reported to the Governing Council through the Executive Committee.

**GOVERNANCE PATH:**

1. Senior Appointments and Compensation Committee [for review and approval]  
(June 1, 2022)
2. **Business Board [for information] (June 21, 2022)**

**PREVIOUS ACTION TAKEN:**

The 2020-21 *Annual Report* of the Committee was received for information by the Business Board at its meeting of June 17, 2021.

**HIGHLIGHTS:**

The Report presents summary information on decisions made by the Senior Appointments and Compensation Committee in the period May 3, 2021 to May 18, 2022. It also provides background on the Committee's mandate and method of operation.

**FINANCIAL IMPLICATIONS:**

N/A.

**RECOMMENDATION:**

For information.

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**DOCUMENTATION PROVIDED:**

- *Annual Report of the Senior Appointments and Compensation Committee for 2021-2022*



**Memorandum to:** Members of the Business Board

**From:** Brian Lawson  
Chair of the Governing Council

**Date:** May 31, 2022

**Re:** **Report of the Senior Appointments and Compensation Committee  
for 2021-22**

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## **A. Background**

### **Policy Context**

The following report covers activities of the Senior Appointments and Compensation Committee (SACC) during the academic year 2021-22 as required by the *Policy on Appointments and Remuneration*.

Under section 13. (c.) of the *Policy* ‘...the Senior Appointments and Compensation Committee is responsible for attesting to the Governing Council, through the Business Board, that compensation policies and programs for employees appointed under clauses 1 through 6 (...) are appropriate, and that decisions about the compensation of individuals have been made in accordance with established policy and practice.’

### **Committee Membership**

Section 13 (a.) of the *Policy* prescribes the membership of the Senior Appointments and Compensation Committee.

In 2021-2022, the Committee comprised the following:

Chair, Governing Council	Ms Brian Lawson
Vice-Chair, Governing Council	Ms Janet Ecker
Chair, Business Board	Ms Anna Kennedy
Member, Business Board	Ms Kikelomo Lawal
Alumni Member, Governing Council	Ms Geeta Yadav
President	Professor Meric Gertler

The Secretary of the Governing Council serves as secretary of the Committee and maintains its files. The Vice-President and Provost and the Vice-President, People Strategy, Equity and Culture serve as non-voting assessors and are excluded from the Committee’s deliberations as appropriate.

When the Committee discusses the performance assessment and compensation of the President it meets without the President.

## **B. Compensation Frameworks**

In August 2018, the Ontario government issued a new Compensation Framework Regulation (O. Reg. 406/18) (the "New Regulation") under the *Broader Public Sector Executive Compensation Act*. The New Regulation froze executive compensation for universities (among other designated employers).

The Committee received a briefing on executive compensation.

## **C. Executive Appointments and Compensation**

### **(1) President**

The Senior Appointments and Compensation Committee is responsible for approving compensation decisions concerning the President. The Committee approved the terms and conditions of the extension of the second term of President Gertler.

### **(2) Creation of Positions**

Under the *Policy*, the Committee is responsible for the creation of the position of Assistant Vice-Presidents and Associate Vice-Provosts and for the appointments to those positions and for compensation decisions concerning such appointments.

The Committee approved the creation of the position of Assistant Vice-President, Communications.

### **(3) Terms and Conditions of Appointment / Reappointment**

Under the *Policy*, the President is required to bring to the Committee for consideration his recommendations on the terms and conditions of appointment for Vice-Presidents, Deputy and Vice-Provosts, and other administrative positions above the level of Principal or Dean. The Committee also has responsibility for the terms and conditions for any individual directly accountable to the Governing Council.

For 2021-22 the relevant positions were:

- Vice-President, People Strategy, Equity and Culture
- Vice-President, Research and Innovation, and Strategic Initiatives
- Associate Vice-President, Research
- Acting Vice-President, People Strategy, Equity and Culture

#### **(4) Performance Assessments and Compensation Adjustments**

The Committee<sup>1</sup> considered the Chair's assessment of President Gertler for 2019-20 and approved the evaluation rating and his annual bonus.

The Committee also considered the President's annual performance assessments of the Vice-Presidents. In addition, the Committee reviewed the President's Strategic Priorities for 2021-22.

#### **D. Faculty**

The Committee reviewed the *2019-20 Academic Salary Report*. The Report noted that the most recent academic salary data demonstrated that U of T academic salaries are competitive both in Canada and with peer public universities in the US, and that the University remains committed to a compensation scheme that recognizes meritorious performance.

The Committee also received a report on compensation arrangements for Principals and Deans (July 1, 2017 – June 30, 2021).

#### **E. Administrative Staff**

##### **(1) Appointments**

Under Section 4 of the *Policy*, the Committee has the authority to appoint, on the recommendation of the President, Assistant Vice-Presidents and Assistant Secretaries of the Governing Council.

For 2020-21 the Committee approved the following appointments:

- Assistant Secretary of the Governing Council
- Interim Assistant Vice-President, Planning and Budget
- Chief, University Planning, Design and Construction
- Assistant Vice-President, Divisional Relations
- Assistant Vice-President, Communications
- Assistant Vice-President, International Engagement and Impact

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<sup>1</sup> This was a matter considered at the June 1, 2021 meeting of the Committee and therefore was under the leadership of the Chair at that time, Claire Kennedy.

## **(2) Compensation Decisions**

Under section 13(d)(ii) of the Committee will review and make recommendations to the Business Board on the structure of compensation for staff whose compensation is not determined through collective negotiations.

The Committee reviewed the proposed Benefit Enhancements for Professional, Managerial and Confidential Staff and Senior Research Associates/Research Associates and recommended them for approval by the Business Board.

The Committee also received the *Administrative Salary Report for July 1, 2020 and July 1, 2021*.

### **F. Other**

Pursuant to section 13(e.) of the *Policy*<sup>2</sup> the Committee provided advice and recommendation, through the President to the University of Toronto Asset Management (UTAM) Board, for the terms and conditions of the appointment of the President and Chief Investment Officer of the University of Toronto Asset Management Corporation.

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<sup>2</sup> “Where the University of Toronto has established corporations and where a majority of the members of the boards of such corporations are appointed by the Governing Council and/or the President, such corporations shall seek, through the President, guidance from the Senior Appointments and Compensation Committee on establishment of and changes to their senior executive compensation policies and practices prior to approval by the corporation’s board.”