

TO: Governing Council

SPONSOR: David Naylor, President

DATE: October 16, 2008 for October 23, 2008

AGENDA ITEM: 7

ITEM IDENTIFICATION:

**Report of the University Ombudsperson (June 1, 2007 – July 31, 2008), and
Administrative Response**

JURISDICTIONAL INFORMATION:

Section 5.1 of the Terms of Reference of the Office of the University Ombudsperson (approved on December 14, 2006) state that the Ombudsperson shall make a written annual report to the Governing Council, and through it to the University community, as well as such other special reports as may be required from time to time by the Governing Council.

BACKGROUND:

In 1994, the Executive Committee decided that Council should receive the Report and the administration's response simultaneously so that members of the Governing Council could comment on particular issues with full knowledge of both the Ombudsperson's and the administration's response.

PREVIOUS ACTION TAKEN:

The Governing Council received the Report of the University Ombudsperson, 2006-07, with the Administrative Response, at its meeting of October 30, 2007.

HIGHLIGHTS:

n/a

FINANCIAL AND/OR PLANNING IMPLICATIONS:

n/a

RECOMMENDATION:

For information only.

University of Toronto Task Force on Governance

Background and Context

In October, 2007, the Governing Council approved the Terms of Reference for the *Towards 2030* Task Force on Governance, defining a mandate that was to proceed in two phases. Phase 1 was to define gaps or deficiencies, as well as strengths, in our current system relative to enhancing our existing governance practices and taking into account the University's future directions. Completion of Phase 1 was to provide guidance to the Governing Council in its decisions for the next phase. Phase 2 was intended to recommend possible steps that could close the identified gaps, build on current strengths, and specify how that could be accomplished.

The *Towards 2030 Task Force on Governance – Phase 1 Report* was submitted to the Chair of the Governing Council and the President in early March, and was received by the Governing Council at its meeting of April 10, 2008. The *Report* identified seven broad themes within which the next components of a review should concentrate. They are:

- oversight and accountability – the quality of the Governing Council's meeting agendas;
- overlap/duplication, deficiencies, ambiguities – Board and Committee mandates;
- delegated authority for academic divisions – lack of clarity, inconsistency;
- delegated authority in the tri-campus context – levels of oversight and accountability redundancy;
- quality of governors – experience mix and representation; and
- roles of and appropriate interfaces between governors and the administration.

The Task Force's guidance to the Governing Council comprised three recommendations to address the issues encompassed by these themes:

- (a) That the Governing Council establish a body immediately with a mandate and membership to consider and make recommendations on issues arising from the broad themes identified by the Task Force on Governance.***
- (b) That the body recommended in (a) be charged with staging its work with a view to introducing enhancements to governance progressively over a defined period.***
- (c) That the progressive stages of work noted in (b) include periodic reports and recommendations to the Governing Council to facilitate ongoing communication and timely implementation of necessary changes.***

In making its recommendations, the Task Force provided some context for the directions it proposed. It suggested that the body charged with further review work could be a re-constituted Task Force on Governance, with a membership and mandate modified as needed for the specific needs arising from the identified themes. Based on the input and advice it received, it also noted that, recommendations for change could span a three-point scale and could be managed at different times: Level 1 would imply refinements, clarification of terms, and codification of practice; Level 2 would envisage re-visiting or re-stating principles, and/or re-considering structure and terms of reference; and Level 3 would mean revisions to the *University of Toronto*

Act. On the latter, the Task Force emphasized that it had encountered no compelling evidence to open the *Act* at this time. The *Report* signaled, however, that it may be appropriate to consider such a step once the University had introduced and had had experience with the changes that arise from “Level 1 and 2” processes.

The Task Force acknowledged that a reasonable timetable for longer-term recommendations – for example, those requiring decisions on the University’s three-campus administrative organization – was yet to be determined and could conceivably be well into the future. Recommendations for steps to be taken in the short- and medium terms, however, could and should be developed over the next several months. In that context, it suggested that the Governing Council consider requesting a final report by the end of June, 2009. (As outlined below, however, with more detailed consideration it is evident that a more reasonable schedule would be June, 2010.)

Having accepted the *Report*, the Governing Council asked the Chair to develop for its consideration a proposal for continuation of the review process as contemplated when the Task Force on Governance was initially established. The mandate and membership of a modified task force on governance is outlined below.

Mandate

A carefully staged or compartmentalized approach to the ongoing review work is appropriate for several reasons, including the following: it would facilitate breaking down complex matters into projects of manageable scope; it could allow early implementation of some modest but meaningful changes; and it would ensure that the review’s work would be informed by plans and actions arising from the other *Towards 2030*-related processes. While the review is a Governing Council initiative, it cannot proceed in isolation and will both contribute to and be assisted by University strategic planning activities. In particular, planning and directions regarding institutional organization will be critical to shaping any longer-term decisions about appropriate governance for our three-campus University. Therefore, until proposals for change in the administrative structures are developed, the Task Force will focus its deliberations on the current organizational context. However, it will also consider whether and how refinements could enable greater campus-level autonomy, while sustaining appropriate oversight by University-wide governance.

In this light, the Task Force will have a mandate to proceed with its review in three components:

- refinements to practice;
- assessment of and revisions to delegations of authority, including terms of reference; and
- consideration of tri-campus governance.

The components are not necessarily intended to proceed in sequence but may move in parallel as appropriate. As described below, they are intended to provide the framework within which the Task Force is expected to proceed. Guided by the detailed input it has received and will seek, the Task Force will define specific priorities for its attention within each broad component, taking into account those elements that could most reasonably be considered together. Throughout the course of its work, the Task Force will provide interim reports or updates and, if appropriate, recommendations to the Governing Council through the Executive Committee and, with the completion of its work, will issue a final report and recommendations. The need, timing and focus of interim reports will be determined in consultation with the Chair and the Executive Committee of the Governing Council.

Component 1 – Refinements to Practice

Within each thematic area, the Task Force is asked to identify and make recommendations on those matters that relate to existing practices. In some cases, these may have arisen from particular interpretations or applications of terms of reference; in others, they may have arisen in the absence of specific direction from the terms. The Task Force's assessment should result in clarifying the value and importance of some practices, modifying or eliminating others as appropriate, and/or introducing still others in the interest of good governance.

The Task Force's initial focus could include, for example, a focus on:

- governance agendas and documentation for meetings,
- ongoing orientation and education of governors,
- elements of selection and election of governors, and
- the relationship between governance and administration, both in terms of ensuring clarity in their distinct roles and responsibilities, and in terms of governor-administration interaction.

As appropriate, implementation of beneficial change can be ongoing.

Component 2 – Assessment of and Revisions to Delegations of Authority

During this stage, the Task Force's primary focus will be in the broad area of delegation of authority which includes delegation (1) by the Governing Council to Boards and Committees; (2) from the Governing Council to the administration; and (3) from the Governing Council (primarily the Academic Board) to Faculty/Divisional Councils. In this context, it will examine the terms of reference of the Boards and Committees and make recommendations to:

- define or confirm key principles underlying our governance structure, and
- change existing structures and mandates as needed to enable effective governance centrally and in the divisions.

Component 3 – Consideration of Tri-campus Governance

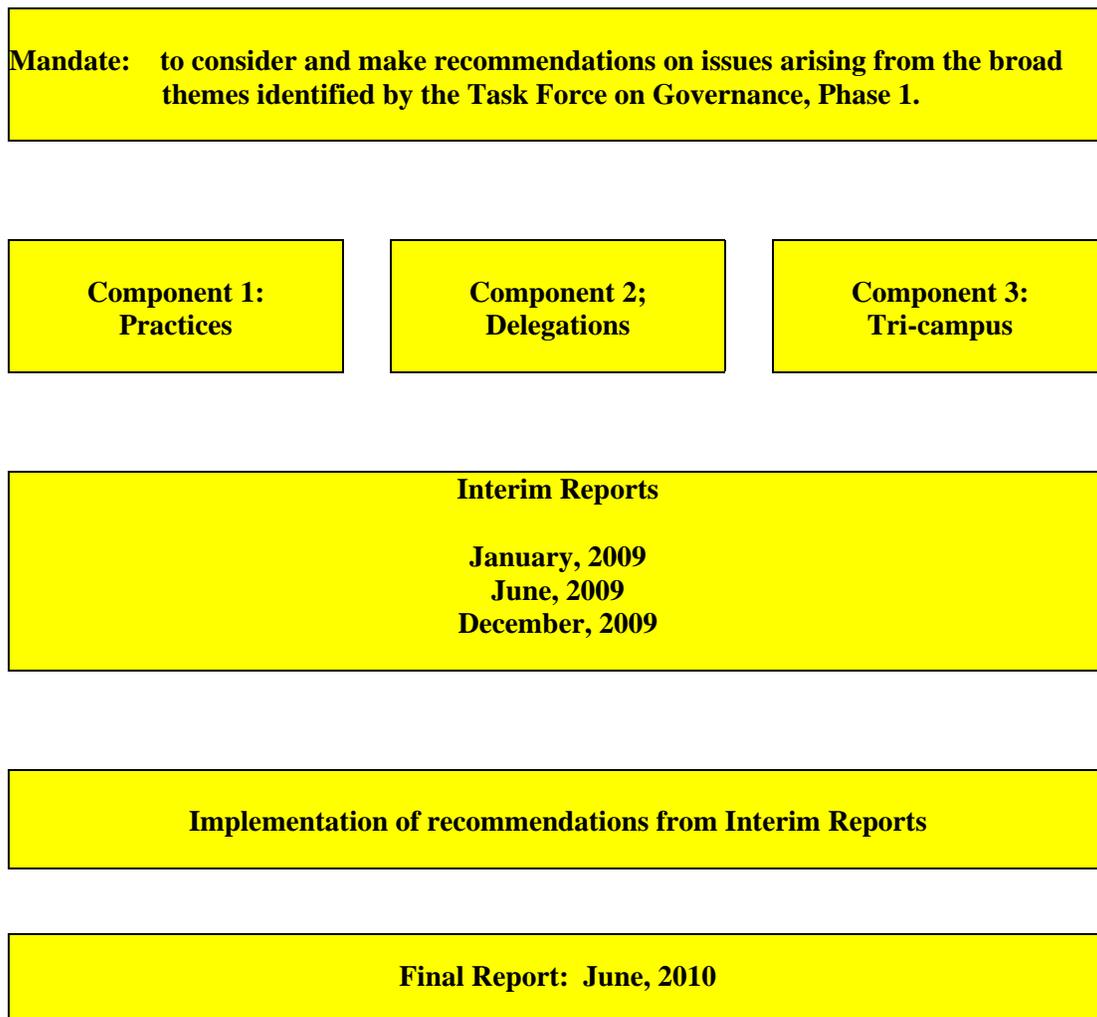
Initiation and completion of this stage will rely on actions arising from the directions identified in the *Towards 2030* documents: A Long-term Planning Framework for the University of Toronto, Synthesis Report and the report of the Task Force on Institutional Organization. In due course, the Task Force on Governance could be asked to make recommendations on a governance model that will provide appropriate oversight, mechanisms of accountability and delegations of authority for the three campuses and for the University as a whole.

Reporting

As noted above, the Task Force will report periodically to the Governing Council. Such reporting is intended to provide ongoing communication on progress, facilitate advice and input to support the Task Force's work, and, as appropriate, enable timely consideration of recommendations and introduction of approved changes. At a minimum, the Task Force will provide periodic updates to the Executive Committee as follows: January, 2009; June, 2009; and December, 2009

A final report is expected by June, 2010. Although the *Phase 1 Report* contemplated a more aggressive timetable, it has become clear that a thorough review will require more time. The commitment to interim reports and recommendations for implementation, however, will ensure that momentum is maintained.

The figure below summarizes the Task Force's mandate.



Membership

At its June 23, 2008 meeting, the Governing Council approved the membership of the University of Toronto Task Force on Governance. Members are:

Ms. Rose M. Patten – Chair (Former Chair, Governing Council)

Mr. P.C. Choo (Administrative Staff Governor; Member, Business Board and Elections Committee, former Member, Executive Committee)

Professor Ray Cummins (Former Teaching Staff Governor and Chair, Academic Board)

Dr. Claude Davis (LGIC Governor; Chair, University Affairs Board)

Professor Vivek Goel – Vice-Chair (Founding President and CEO, Ontario Agency for Health Protection and Promotion; Professor, Dalla Lana School of Public Health, Former Governor; Former Vice-President and Provost)

Professor William Gough (Teaching Staff Governor; Member, University Affairs Board and Committee on Academic Policy and Programs; Associate Professor, Department of Physical and Environmental Sciences, University of Toronto at Scarborough, Graduate Department of Geography)

Mr. Alex Kenjeev (Graduate Student Member, University Tribunal; Former Graduate Student Governor; Former Member, Academic Board and Business Board)

Professor Michael Marrus (Teaching Staff Governor; Chair, Academic Board; Chancellor Rose and Ray Wolfe Professor Emeritus of Holocaust Studies)

Mr. Stephen Smith (Alumnus Governor; Chair, Elections Committee; Member, Business Board and Senior Appointments and Compensation Committee;)

Mr. W. David Wilson (LGIC Governor; Member, Business Board, Senior Appointments and Compensation Committee)

Mr. Louis R. Charpentier – Secretary

In view of the expected duration of the Task Force's work, a member will not cease to be a member simply by virtue of ceasing to be a member of the estate from which he or she was appointed.

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