

UNIVERSITY OF TORONTO
THE GOVERNING COUNCIL
REPORT NUMBER 419 OF
THE EXECUTIVE COMMITTEE

Thursday, January 15, 2009

To the Governing Council,
University of Toronto.

Your Committee reports that it held a meeting on Thursday, January 15, 2009 at 5:00 p.m. in the Boardroom, Simcoe Hall, with the following members present:

Mr. John F. (Jack) Petch (In the Chair)
Dr. Alice Dong, Vice-Chair
Professor David Naylor, President
Professor Varouj Aivazian
Ms Diana A.R. Alli
Ms Susan Eng
Mr. David Ford
Ms Judith Goldring
Mr. Grant Gonzales
Mr. Gerald Halbert
Mr. Joseph Mapa
Mr. Timothy Reid
Professor Arthur S. Ripstein

Non-Voting Member:

Mr. Louis R. Charpentier

Secretariat:

Mr. Henry Mulhall, Secretary

Regrets:

Professor Louise Lemieux-Charles

In Attendance:

Professor Joan Foley, University Ombudsperson ¹
Professor Vivek Goel, Former Governor; Vice-Chair, Task Force on Governance ²
Dr. Anthony Gray, Special Advisor to the President
Professor Michael Marrus, Chair, Academic Board and Member of the Governing Council
Professor Cheryl Misak, Interim Vice-President and Provost, and Member of the Governing Council
Ms Rose Patten, Former Chair of the Governing Council; Chair, Task Force on Governance ³
Ms Catherine Riggall, Vice-President, Business Affairs

¹ In attendance for agenda item #8.

² In attendance for agenda item #5.

³ Participated by teleconference for agenda item #5.

1. Report of the Previous Meeting

Report Number 418 (November 24, 2008) of the Executive Committee was approved.

2. Business Arising from the Report of the Previous Meeting

There was no business arising from the report of the previous meeting.

3. Minutes of the Governing Council Meeting of December 10, 2008

The Chair indicated that the Minutes of the Governing Council meeting were in preparation and would be available in advance of the next meeting of the Council on January 26, 2009.

4. Business Arising from the Minutes of the Governing Council Meeting

There was consequently no business arising from the minutes of the Governing Council meeting.

5. Task Force on Governance – Update

The Chair welcomed Ms Patten and Professor Goel to the meeting. He noted that the Terms of Reference of the Task Force on Governance stated that it would provide periodic updates on its work to the Executive Committee in January, June, and December of 2009.

Ms Patten and Professor Goel thanked the Chair and Committee for the opportunity to report, and stated that their update would comprise three parts: a summary of the Task Force's major initial focus, an articulation of *Principles of Good Governance*; an update on the activities of its two working groups; and a general outline of its next steps.

Professor Goel reported that the Task Force had reached agreement on the penultimate draft of a set of *Principles of Good Governance* which would inform its deliberations overall, as well as the next steps in the detailed deliberations of the Working Groups. The *Principles* document built on the Task Force's Phase 1 Report, and also took into consideration best practices at peer institutions. The document was organized in three sections: Preamble, Principles, and Functions. The Preamble identified the unique dimensions of good governance in an academic institution, and the unique context of the University of Toronto in particular. The Principles section built on the fundamentals of disclosure, transparency, and clear lines of accountability. It specified various principles under several headings and elaborated on aspects of the principles. The headings included: membership, role, procedures, and evaluation. Finally, the section on Functions defined particular activities that occurred within the framework of the principles. Ultimately, these functions would lead to the development of detailed mandates for governance bodies. The *Principles*, in some form, would be a part of the Task Force's formal report and recommendations to the Governing Council. For the immediate future, though, it would be a guide for the Task Force's work, and might well be refined over time.

Professor Goel reported that he was chairing one of two working groups the Task Force had established. It was considering 'agendas and relationships', and had begun its work by reviewing some of the major issues raised in Phase 1, including duplication, increased delegation to various bodies, and enhanced engagement of Governors. There had been agreement to review systematically the matters that flowed through Governing Council and its Boards and Committees, and to determine which items were most appropriate for governance and which should be considered to be the responsibility of the administration. For governance matters, it would be necessary to determine whether they were being considered by too many levels of governance, and what constituted the most appropriate level for approval. It would also be necessary to determine if the current Board and Committee structure was adequate or

5. Task Force on Governance – Update (cont'd)

appropriate for the future, keeping in mind the important Senate-like role of the Academic Board.

In this context, the Task Force would consider whether Faculty Councils could have more delegated responsibility if they were able to demonstrate best practice principles and standards. Faculty Councils' constitutions would, however, require review and amendment to accommodate greater delegated authority. Also in this context, the Working Group would need to consider in particular how the Councils at the University of Toronto at Mississauga (UTM) and University of Toronto at Scarborough (UTSC) should be structured, what authority they should have, and what their relationships should be to the Governing Council.

With changed delegations, the role of the Executive Committee would also need to be considered carefully, for example in terms of its role in confirming decisions of subordinate bodies, in assigning matters to various bodies, and in providing early advice on the governance path of various items.

A major consideration of the Working Group would be the question of how to obtain input most effectively from a fifty-member Governing Council. It would examine practices currently in place that were valuable, and consider other means that could be implemented, or re-established. This could involve preservation of informal practices without necessarily codifying or formalizing them. In keeping with legislative requirements, it would be important that the Governing Council continue to be seen as the final authority on particular matters.

As a first step, the Chair of the Working Group and the Secretary of the Governing Council would review and refine an initial draft of a detailed terms of reference matrix. The matrix would map all the items that currently proceeded through governance, and possibly include others that might do so in future. Suggestions could also be made regarding the most appropriate pathways for consideration of various governance items. These questions would have obvious implications for the structure of governance agendas.

Ms Patten reported that she was chairing the second working group that was considering the identification, selection, orientation, education, and evaluation of Governors. She noted that good governance relied on the quality of governors, and any review needed to consider this issue. To date, the Working Group had focused on the identification and selection of governors across the five estates. This had been intended to inform members of the current processes and their strengths and possible gaps. One question under consideration was whether it was possible to articulate a broad framework that could apply to all constituencies. Of the five groups, members of four were elected: administrative staff, alumni, students, and teaching staff. Although there were legitimate constraints designed to ensure fairness and independence, there was a need to explore means by which to ensure that the pool of candidates was as strong and representative as possible, and that there was strong participation in the election processes.

Further, it was clear that the appointment process for Lieutenant Governor in Council (LGIC) members was not well understood or communicated. In this light, the Working Group had discussed the consultation undertaken by the Chair and Vice-Chair of the Governing Council with the President and others regarding potential candidates. This consultation was informed by an attribute matrix that mapped governors' skills or experience against the range of necessary skills. The development of this matrix, as well as the maintenance of a list of potential candidates, had improved the process in recent years.

The Working Group had also discussed the processes of the College of Electors, and the evolution of the College following its review in 2003. The College was guided in its responsibilities by the Chair and the President who presented two important perspectives: the general and specific skills and attributes that were needed (informed by the matrix), and the

5. Task Force on Governance – Update (cont'd)

University's priorities and their implications for governance. A major challenge for the College was the identification of a sufficiently large pool of candidates that could be nurtured and developed. Coordination and collaboration with the University's academic divisions and their respective alumni associations also needed to be considered carefully.

To date the Working Group had discussed the evaluation of governors only briefly. This topic would need to be considered from the broad governance perspective and from the perspective of individual governors. The Working Group's next steps would be to consider the LGIC and College processes to determine specific enhancements that might be possible. As well, members would begin to consider the elections processes and opportunities for increasing the engagement of the various constituencies. Whether individuals were elected or appointed, there was a need to examine whether there was a core set of standards that applied overall.

Among the matters that arose in discussion were the following. A member asked if the reference to the senate role of the Academic Board implied a corresponding board of governors role for the Business Board. Professor Goel clarified that he had referred to the senate-like elements of the role of the Academic Board. The Chair noted that the Task Force was aware of the limitations upon the delegated authority of the Academic Board. A member stated that it would be valuable if the Task Force could provide an articulation of the expected role of a Governor. Governors came from diverse backgrounds and constituencies, and once elected or appointed, needed to some degree to move beyond their constituencies in order to serve the best interests of the University as a whole. A statement that outlined the responsibilities and standards expected of Governors would be useful for recruitment, education, and evaluation. This educational component could apply not just to Governors, but also to members of the administration who needed to be aware of and respect the appropriate role of Governors.

6. Report of the President

The Committee moved *in camera* and was briefed by the President on a number of financial, personnel, and real estate matters.

The Committee returned to closed session.

7. Items for Confirmation by the Executive Committee

- (a) **School of Graduate Studies and Ontario Institute for Studies in Education: Ed.D. Program in Developmental Psychology and Education – Closure**
(*Arising from Report Number 159 of the Academic Board [December 8, 2008]- Item 5*)

Professor Marrus reported that the Ed.D. program was one of two doctoral programs in Developmental Psychology and Education offered by the Department of Human Development and Applied Psychology at the Ontario Institute for Studies in Education (OISE), the second program being a Doctor of Philosophy (Ph.D.). A number of Ed.D. programs had been closed in recent years, reflecting a preference by students to complete Ph.D. programs, including those offered on a flexible-time basis.

7. Items for Confirmation by the Executive Committee (cont'd)

(a) School of Graduate Studies and Ontario Institute for Studies in Education: Ed.D. Program in Developmental Psychology and Education – Closure (cont'd)

On motion duly moved, seconded, and carried,

YOUR COMMITTEE CONFIRMED THE DECISION OF THE ACADEMIC BOARD

THAT the proposal from the School of Graduate Studies and the Ontario Institute for Studies in Education to cease admission to the Developmental Psychology and Education Ed.D. program be approved effective immediately; and

THAT the closure of the Developmental Psychology and Education Ed.D. program be approved, effective when no students are registered in it, and THAT the entry for the program be removed from the School of Graduate Studies calendar on a permanent basis.

Documentation is attached to Report Number 159 of the Academic Board as Appendix “A”.

(b) Faculty of Applied Science and Engineering: Bachelor’s Degree in Engineering Science – Renaming

(Arising from Report Number 159 of the Academic Board [December 8, 2008]- Item 6)

Professor Marrus reported that this was a proposal to change the name of the degree conferred upon graduates of the Engineering Science program from Bachelor of Applied Science to Bachelor of Applied Science in Engineering Science. The rationale was to provide distinctive recognition for a unique and elite program.

On motion duly moved, seconded, and carried,

YOUR COMMITTEE CONFIRMED THE DECISION OF THE ACADEMIC BOARD

THAT the degree name for students graduating from the Engineering Science Program in the Faculty of Applied Science and Engineering be changed from Bachelor of Applied Science to Bachelor of Applied Science in Engineering Science, effective for graduates receiving their degree in June 2009.

Documentation is attached to Report Number 159 of the Academic Board as Appendix “B”.

8. Interim Report of the University Ombudsperson

The Chair welcomed Professor Foley, the University Ombudsperson, to the meeting. He reminded members that the Executive Committee had received the annual report of the Ombudsperson and the Administrative Response at its October 23, 2008 meeting, and had endorsed and forwarded those items to the Governing Council for information. The Ombudsperson’s Terms of Reference also required an annual Interim Report to the Executive Committee early in the governance cycle, the item under consideration.

Professor Foley noted that January seemed to be an appropriate time to submit her Interim Report as it allowed her to report on activities from July to December of the previous year. She commented briefly on some of the highlights of her written report. The Ombudsperson’s Office had relocated to the McMurrich building at the end of September, and was pleased with its new quarters. Its caseload for the first six months of the academic year, which included 106 new

8. Interim Report of the University Ombudsperson (cont'd)

cases, had been very consistent with the previous year. This caseload was considerably smaller than that at many peer institutions. Professor Foley cited two factors that likely contributed to this difference: the University's well developed policy environment, as well as the fact that many complaints that might have reached the Ombudsperson's Office were handled by other University offices. Nonetheless, there was a need to ensure that the relatively small caseload did not reflect a lack of knowledge of the services provided by the Office. To this end the Office was making continuing efforts to educate the University community about its services. This had included the distribution of nearly 10,000 bookmarks and information sheets to students during the first half of the academic year.

The Interim Report had noted that issues continued to arise in relation to the *Code of Behaviour on Academic Matters*. As an example, questions had arisen about the applicability of the *Code* to individuals who were not members of the teaching staff as defined in the policy (e.g. teaching assistants and continuing education instructors), but who taught or performed teaching-related functions. The Ombudsperson would welcome any review of the *Code*, and would be happy to assist with the process as appropriate.

A complaint that involved accessibility issues had led the Ombudsperson to make enquiries regarding how priorities were established and funding provided for building access projects.

The Interim Report had noted ongoing concerns relating to the potential for conflict of interest on the part of graduate supervisors to distort the direction they gave to students in their research. The Ombudsperson added that graduate students with complaints about supervision were often uncomfortable with the procedures of the School of Graduate Studies designed to address such concerns. Unfortunately, they also often chose not to proceed with their complaint, and so the Ombudsperson could not directly address the matter. Professor Foley intended to communicate with the leaders of academic divisions on this matter.

A member commented that the Office of the Ombudsperson should be the office of last resort for students in dealing with issues concerning graduate supervision, and that the School of Graduate Studies should be actively addressing this issue if it was a systemic problem. The Ombudsperson responded that the School had been very helpful when asked to assist in addressing complaints. The problem was that students often ultimately chose not to pursue their complaint, citing their perception that graduate coordinators and chairs of departments were neither unbiased nor able effectively to resolve the problem. Another member commented that if students were not pursuing their complaints out of a lack of confidence in the ability of the processes to address the issue, it might be necessary for the Ombudsperson to conduct an enquiry. This would communicate the message that there needed to be consequences for misbehavior on the part of graduate supervisors. The Interim Vice-President and Provost stated that she would follow up with the Ombudsperson regarding this issue.

9. Reports for Information

Members received the following reports for information.

- (a) Report Number 159 of the Academic Board (December 8, 2008)
- (b) Report Number 169 of the Business Board (November 10, 2008)
- (c) Report Number 17 on Namings

10. Date of the Next Meeting

Members were reminded that the next regular meeting of the Executive Committee was scheduled for Thursday, February 12, 2009 at 12:00 p.m.

11. Other Business

There were no items of other business for consideration in closed session.

On motion duly moved, seconded, and carried,

IT WAS RESOLVED

THAT, pursuant to sections 28 (e) and 33 of *By-Law Number 2*, consideration of items 12 and 13 take place *in camera*, with the Board Chairs, Vice-Presidents, and Special Advisor to the President admitted to facilitate the work of the Committee.

In Camera Session

12. External Appointments: MaRS Innovation Board of Directors

On motion duly moved, seconded, and carried,

YOUR COMMITTEE APPROVED

THAT Ron Close be appointed as the University of Toronto nominee to the MaRS Innovation Board of Directors for a term of two years, renewable, effective immediately, and continuing until January 15, 2011, or until his successor is appointed.

13. Code of Behaviour on Academic Matters: Recommendation for Expulsion

On motion duly moved, seconded, and carried,

YOUR COMMITTEE APPROVED

THAT the recommendation for expulsion contained in the Memorandum from the Secretary of the Governing Council dated January 15, 2009, be placed on the agenda for the January 26, 2009 meeting of the Governing Council; and

THAT pursuant to Sections 38 and 40 of *By-Law Number 2*, this recommendation be considered by the Governing Council *in camera*.

Vary the Agenda.

It was agreed to vary the agenda to add the following two *in camera* items.

The Vice-Presidents departed from the meeting.

14. Senior Appointment

On motion duly moved, seconded, and carried,

YOUR COMMITTEE ENDORSED AND FORWARDED

To the Governing Council for consideration a recommendation for a senior appointment made by the President.

On motion duly moved, seconded, and carried,

YOUR COMMITTEE APPROVED

THAT pursuant to Section 38 of By-Law Number 2, this recommendation be considered by the Governing Council *in camera*.

15. Mid-Term Review of the Office of the University Ombudsperson

On motion duly moved, seconded, and carried,

YOUR COMMITTEE APPROVED

THAT a Mid-Term Review of the Office of the University Ombudsperson need not be undertaken at this time, in light of the regular reports provided to the Executive Committee, and the requirement to commission an end of term review during the fall of 2009.

The Committee returned to closed session.

The meeting adjourned at 6:50 p.m.

Secretary
January 16, 2009

Chair