

UNIVERSITY OF TORONTO
THE GOVERNING COUNCIL
REPORT NUMBER 458 OF
THE EXECUTIVE COMMITTEE
Wednesday, October 23, 2013

To the Governing Council,
University of Toronto.

Your Committee reports that it held a meeting on Wednesday, October 23, 2013 at 5:00 p.m. in the Boardroom, Simcoe Hall, with the following members present:

Ms Judy Goldring, Chair Ms Shirley Hoy, Vice-Chair Professor David Naylor, President Ms Alexis Archbold Mr. Aidan Fishman Ms Alexandra Harris Professor Edward Iacobucci Mr. Mark Krembil	Mr. Nykolaj Kuryluk Dr. Gary Mooney Ms N. Jane Pepino Professor Elizabeth M. Smyth Professor Janice Stein Mr. Keith Thomas Non-Voting Member: Mr. Louis R. Charpentier, Secretary of the Governing Council Secretariat: Ms Mae-Yu Tan
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In Attendance:

Professor William Gough, Chair, Elections Committee and University of Toronto Scarborough
Campus Council and Member of the Governing Council
Professor Ellen Hodnett, Chair, Academic Board and Member of the Governing Council
Ms B. Elizabeth Vosburgh, Chair, University Affairs Board and Member of the Governing
Council
Professor Meric Gertler, President-Designate
Professor Cheryl Regehr, Vice-President and Provost and Member of the Governing Council
Professor Scott Mabury, Vice-President, University Operations
Ms Sheree Drummond, Deputy Secretary of the Governing Council
Ms Bryn Macpherson, Executive Director, Office of the President

The meeting was held in closed session.

1. Chair's Remarks

The Chair welcomed new and continuing members, Board and Campus Council Chairs, the President-Designate, Professor Meric Gertler, and the Vice-Presidents to the first meeting of the year. She noted that this was the final Executive Committee meeting that President Naylor would attend as President, and she thanked him for his remarkable leadership of the University over the past eight years.

The Chair gave an update on the status of the University of Toronto Mississauga (UTM) and University of Toronto Scarborough (UTSC) governance bodies, noting that inaugural meetings of the UTM and UTSC Campus Councils and their Standing Committees had been held over the past month. She thanked Professor William Gough and Mr. John Switzer (*in absentia*) for their leadership of the Campus Councils. She also thanked the Secretariat staff for their efforts. The initial response from members of each campus had been very positive and attendance at meetings had been very good. It was expected that this year would be one of learning, and the review that would occur after the first year of operation would allow for identification of aspects that had worked well within the system and areas that could be strengthened. Professor Gough thanked the Chair for her comments and stated that he was pleased with the progress to date.

The Chair said that one of her priorities for the coming year was to ensure that the new President was appropriately supported in his advocacy efforts in the Federal, Provincial and Municipal contexts. The Chair emphasized that the University's advocacy work must be driven by the President. She advised the Committee that she had asked the President-Designate to develop a framework of advocacy for an initial discussion by the Committee at its next meeting.

2. Report of the President

The President thanked the Chair for her comments and for the farewell events that had been held in his honour. He also thanked members for their service on the Executive Committee, noting that the role they served as a sounding board for the administration was invaluable. The Committee's discussions had assisted the administration in addressing difficult issues and the President had greatly benefitted from members' advice.

The President commented that the range and scope of advocacy efforts that had been undertaken by the University over the past few years were such that it was not possible to provide the Committee with a comprehensive summary. He noted that the President-Designate would have the benefit of continuing to work with Vice-President Judith Wolfson and others to frame the agenda of the University's advocacy. He added that as the priorities of all three levels of government shifted from time to time, this influenced the focus and effectiveness of the University's advocacy efforts. The President and President-Designate recognized the value of support of friends of the University for the University's advocacy efforts, and the weight that governments tended to give to the opinions of those who were prominent volunteers rather than paid employees of the university. However, he also noted the need for careful coordination in this complex environment.

2. Report of the President (cont'd)

The President observed that there were many active issues at all three levels of government. He noted in particular the Federal Government's acknowledgement of the importance of a Canadian research excellence fund and the need to develop appropriate criteria for the distribution of any funds that would be vested with such a fund.

In response to a member's question about the challenge of successfully managing advocacy with multiple participants, the President replied that friends of the University, given the appropriate tools, could be effective in communicating the broad principles of the University's message, leaving the detailed points to be addressed by the administration. Professor Gertler expressed his agreement with this approach. The President closed by expressing about what had been a difficult provincial environment. He observed that the Ontario government had embraced the concept of a differentiated post-secondary education system. The University's case was strengthened by the Higher Education Quality Council of Ontario's report on differentiation metrics¹ which clearly outlined the University of Toronto's differentiated role and outstanding achievements.

3. Items for Endorsement and Forwarding to the Governing Council

a) *Report of the University Ombudsperson for the Period July 1, 2012 to June 30, 2013 and Administrative Response*

The Chair noted that the Report of the Ombudsperson and the Administrative Response were presented annually to the Governing Council for information and for comment. The Executive Committee was being asked to endorse the Report and Response and to place them on the agenda of the next meeting of the Governing Council.

No questions were asked by members.

On motion duly moved, seconded and carried,

YOUR COMMITTEE APPROVED

THAT the Report of the University Ombudsperson for the period July 1, 2012 to June 30, 2013 and Administrative Response be endorsed and placed on the agenda of the Governing Council meeting of October 30, 2013.

¹ http://www.heqco.ca/SiteCollectionDocuments/HEOCO%20Diversity_ENG.pdf

3. Items for Endorsement and Forwarding to the Governing Council (cont'd)

b) [Inventions Policy - Proposed Revisions](#)

Professor Hodnett provided an overview of the proposed revisions to the *Inventions Policy*. Key components included explicit inclusion of librarians; a streamlined path for inventors who took personal ownership of their inventions; greater transparency regarding the sharing and distribution of invention revenue; and clarification of signing authority with respect to invention-related documents. The proposed revisions to both the *Inventions Policy* and the *Research Administration Policy* had been considered by the Committee on Academic Policy and Programs (AP&P) on April 16, 2013 and a presentation on the two policies had been given to the Academic Board for information in May. In June, it had been decided that additional consultation with the University of Toronto Faculty Association should take place before the policies were considered by the Academic Board. That consultation had occurred, and on October 3, 2013, the Board had recommended that both policies be approved by the Governing Council.

A member stated that, in his view, there could be some challenges with the implementation of the proposed revisions. Specifically, he wondered whether an annual reporting requirement might contribute to an increased workload for some companies. The member was advised to discuss his concerns with Professor Paul Young, Vice-President Research and Innovations. The President suggested that the matter be explored to see if concerns could be addressed within the procedures under the *Policy*. If any substantive revisions to the content of the *Policy* were proposed, the *Policy* would again have to be taken back to the Academic Board for consideration, before being forwarded to the Governing Council for approval.

On motion duly moved, seconded and carried,

YOUR COMMITTEE APPROVED

THAT the following recommendation be endorsed and forwarded to the Governing Council:

THAT the proposed revised *Inventions Policy* be approved, replacing the Policy approved by the Governing Council on June 25, 2007.

c) [Research Administration Policy](#)

Professor Hodnett outlined the main objectives of the proposed *Research Administration Policy*. They included: greater accessibility and transparency for the University research community; clarification of roles and responsibilities to enhance accountability and reduce risk; heightened emphasis on the importance of indirect cost recovery; and differentiation between research agreements and other types of agreements, such as donations to research or service agreements.

No questions were raised by members.

3. Items for Endorsement and Forwarding to the Governing Council (cont'd)

c) ***Research Administration Policy***

On motion duly moved, seconded and carried,

YOUR COMMITTEE APPROVED

THAT the following recommendation be endorsed and forwarded to the Governing Council:

THAT the proposed *Research Administration Policy* be approved, replacing the *Policy on Research Agreements and the Recovery of Indirect Costs of Research*, the most recent revision of which was approved by Governing Council on April 26, 2007.

d) ***Policy on Capital Planning and Capital Projects* - Proposed Revisions**

Professor Hodnett advised the Committee that revisions to the *Policy on Capital Planning and Capital Projects* were needed to reflect consideration of UTM or UTSC capital projects with budgets over \$3-million by the respective Campus Affairs Committee and Campus Council, before such projects were forwarded to the Academic Board. The proposed revisions would preserve accountability and help focus governance oversight at the appropriate levels.

No questions were raised by members.

On motion duly moved, seconded and carried,

YOUR COMMITTEE APPROVED

THAT the following recommendation be endorsed and forwarded to the Governing Council:

THAT the proposed revised *Policy on Capital Planning and Capital Projects* be approved, effective October 31, 2013.

e) **UTSC – Pan-Am Aquatics and Athletics Centre: Shareholder and Co-Ownership Agreement**

Professor Hodnett reported that the Academic Board had been provided with an overview of the Co-Ownership Agreement, which set out the fundamental principles, rights and obligations of the City of Toronto and the University as Co- Owners of the Toronto Pan Am Sports Centre (TPASC). She summarized questions that had been raised during the Board's discussion, and stated that there had been full support by the Board for the recommendation of approval of the Agreement. Ms Vosburgh reported that the Business Board had considered the Shareholder Agreement, for which it was responsible under its Terms of Reference. She outlined matters that

3. Items for Endorsement and Forwarding to the Governing Council (cont'd)

e) UTSC – Pan-Am Aquatics and Athletics Centre: Shareholder and Co-Ownership Agreement (cont'd)

had been raised during the Board's discussion and advised the Committee that the Shareholder Agreement had been approved by the Board.

Noting that responsibility for the TPASC operating expenses had been distributed among the University (17%), the City (31%), and Third Party Users (52%), a member asked about the possibility of increased responsibility by the University and the City in the future. Professor Mabury replied that it was anticipated that there would be greater demand from both UTSC and the City for access to the TPASC. However, the University had exercised caution by negotiating responsibility for a lower percentage (17%). The University and the City would share any operating and non-operating revenue surpluses and shortfalls on a 50/50 basis. In the unlikely event that there was lower demand than expected for use of the TPASC, operating costs would be managed downward. Although the University had wanted a reasonable figure, given the potential for liability, it had also sought equal opportunity with the City for increased use, if needed.

Members discussed the appointment process for the University- appointed Directors of the TPASC Board. While prospective candidates had been identified, formal appointment by the Executive Committee (on behalf of the Governing Council) would be required, as with all appointments external to the University.

On motion duly moved, seconded and carried,

YOUR COMMITTEE APPROVED

THAT the following recommendation be endorsed and forwarded to the Governing Council:

THAT whereby a corporation known as the Toronto Pan Am Sports Centre Inc. (TPASC) will be jointly established by the City of Toronto and the University of Toronto:

1. THAT the Co-Ownership Agreement (draft dated September 12, 2013) between the City of Toronto and the University of Toronto be approved, effective immediately, to which the TPASC Inc. will be a party and to which the corporation will be bound, substantially on terms and conditions as set out in the term sheets attached hereto and that the University execute this agreement and all related agreements with the City of Toronto and TPASC;
2. THAT the President, or designate, be authorized to sign the Co-Ownership Agreement on behalf of the Governing Council, provided the agreement conforms to the terms and conditions outlined in section 1; and
3. THAT the agreement signed under the provision of this resolution be filed with the Secretary of the Governing Council.

3. Items for Endorsement and Forwarding to the Governing Council (cont'd)

f) Terms of Reference Revisions

i) Academic Board

Mr. Charpentier advised members of some housekeeping changes that were needed to update the Academic Board Terms of Reference. Following Governing Council approval of the addition of one *ex officio* and one elected teaching staff member of the newly established Faculty of the Dalla Lana School of Public Health to the Academic Board, the membership table needed to be revised. As well, it was proposed that a maximum term of service permitted for Board members of nine consecutive years be added, consistent with the maximum term permitted for members of the Governing Council. Other revisions included the addition of a reference to the approval levels for capital projects outlined in the *Policy on Capital Planning and Capital Projects*.

No questions were raised by members.

On motion duly moved, seconded and carried,

YOUR COMMITTEE APPROVED

THAT the following recommendation be endorsed and forwarded to the Governing Council:

THAT the proposed revised Terms of Reference of the Academic Board be approved, effective immediately, replacing the Terms of Reference previously approved by the Governing Council on October 27, 2011.

ii) University Affairs Board

Mr. Charpentier outlined the proposed revisions to the University Affairs Board Terms of Reference, which were largely the result of the establishment of the new UTM and UTSC Campus Councils. It was recommended that the Board's membership be increased to allow for *ex officio* membership of the Chairs of the UTM and UTSC Campus Affairs Committees, or their designates. With such an increase, it would then be necessary to increase the number of internal members on the Board to ensure a majority of the total number of members; that could be achieved by adding one teaching staff and one student seat. Other proposed revisions included clarification of the Board's areas of responsibility with respect to University-wide student services and issues and with respect to several matters on the St. George campus.

A member asked whether proposed increases in student societies' fees or compulsory non-academic incidental fees for University of Toronto Scarborough and University of Toronto Mississauga students would be considered by the Campus Councils or by the University Affairs Board. Mr. Charpentier advised that these would be approved by the Campus Councils and

3. Items for Endorsement and Forwarding to the Governing Council (cont'd)

f) Terms of Reference Revisions (cont'd)

would be reported for information to the University Affairs Board, together with any changes to comparable fees for St. George campus students. Fees information from all three campuses would continue to be provided to the Business Board.

On motion duly moved, seconded and carried,

YOUR COMMITTEE APPROVED

THAT the following recommendation be endorsed and forwarded to the Governing Council:

THAT the proposed revised Terms of Reference of the University Affairs Board be approved, effective immediately, replacing the Terms of Reference previously approved by the Governing Council on October 27, 2011.

CONSENT AGENDA

On motion duly moved, seconded, and carried,

YOUR COMMITTEE APPROVED

THAT the consent agenda be adopted and that the items be approved.

4. Items for Confirmation by the Executive Committee

a) Name Change: “Institute of Communication, Culture and Information Technology” to “Institute of Communication, Culture, Information and Technology”

On motion duly moved, seconded and carried,

YOUR COMMITTEE CONFIRMED

THAT the name of the “Institute of Communication, Culture and Information Technology” be changed to the “Institute of Communication, Culture, Information and Technology”, effective immediately.

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

b) Toronto School of Theology – New Conjoint Ph.D. Program in Theological Studies

In response to a question from a member as to whether appropriate processes had been followed in considering approval of the proposed program and whether students in the current Th.D. program would be disadvantaged by the initiation of a Ph.D. Program in Theological Studies, Professor Regehr assured the Committee that all appropriate processes had been followed. She further noted that it was not uncommon at the University for one program to be closed and another to be opened in its place. In those instances, it was the responsibility of the division to develop a pathway that would allow students in the existing program to meet the requirements of the new program, if they so chose. Accordingly, students in the current Th.D. program could choose to complete it, or they could explore the option of meeting the requirements of the new Ph.D. program in Theological Studies, including taking any required courses.

A member said that in the supplementary material submitted to the Committee on Academic Policy and Programs by a faculty member of Trinity College, there was a suggestion that the content of the proposed Ph.D. program was very similar to that of the current Th.D. program. Professor Hodnett stated that, at the Academic Board meeting of October 3rd, it had been made clear that that statement was incorrect. Professor Regehr added that the proposed degree was a research doctorate, which was substantially different from the Th.D. program.

The President and a member praised the development of the proposed program, which was in keeping with an academic view of theology and with research programs at the University. The President also acknowledged the tremendous efforts of Professors Cheryl Misak and Cheryl Regehr in working with the TST on the initiative.

In response to a question about the provision of supplementary material, Mr. Charpentier explained that it was the Secretariat's practice to accommodate requests from any member of the University community to distribute written material to governance bodies. Such material was made available to members through the governance portal but was not made publicly available on the Governing Council website.

On motion duly moved, seconded and carried,

YOUR COMMITTEE CONFIRMED

THAT the proposed new Doctor of Philosophy (Ph.D.) in Theological Studies degree program, as described in the proposal from the Toronto School of Theology dated August 22, 2013, be approved, effective the academic year 2015-2016.

5. 2014-2015 Governing Council and Executive Committee Meeting Dates

On motion duly moved, seconded, and carried,

YOUR COMMITTEE APPROVED

THAT the 2014-2015 meeting dates for the Governing Council and the Executive Committee, as described in the Memorandum from the Secretary of the Governing Council dated October 16, 2013, be approved.

6. Report of the Previous Meeting of the Executive Committee

Report Number 457 (June 27, 2013) of the Executive Committee was approved.

7. Business Arising from the Reports of the Previous Meetings

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

8. Minutes of the Governing Council Meeting – September 12, 2013

The minutes were received for information.

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

There was no business arising from the minutes.

10. Report for Information

Members received the following items for information.

- a) Report Number 187 of the Academic Board (October 3, 2013)
- b) Report Number 207 of the Business Board (September 23, 2013)
- c) Report Number 177 of the University Affairs Board (October 1, 2013)
- d) Report Number 1 of the University of Toronto Mississauga Campus Council (September 30, 2013)
- f) Report Number 12 of the Pension Committee (June 5, 2013)
- g) Report Number 69 of the Elections Committee (June 20, 2013)
- h) Report Number 70 of the Elections Committee (October 10, 2013)
- i) Calendar of Business 2013-2014

END OF CONSENT AGENDA

11. Date of Next Meeting – Monday, December 2, 2013 from 5:00 to 7:00 p.m.

12. Other Business

a) Governing Council Meeting

The Chair informed members that, at the October 30th meeting of the Governing Council, a student presentation on AeroVelo Inc. would be given under the “Report of the President”. As well, at that meeting, Professor Regehr would provide an update on the Student Societies Summit under “Other Business”. A co-ordinated presentation would be given by the student governments at the December 12th meeting of the Governing Council, during which they would outline their priorities for the year.

Professor Regehr reported that, to date, one meeting of the Student Societies Summit had been held and a number of issues had been identified as worthy of consideration. It would take more time before the process was complete.

b) Governing Council Citizenship Requirement

The Chair spoke to a requirement in the *University of Toronto Act, 1971*, as amended, for members of the Governing Council (s.2(4)), the Chancellor (s. 4(2)) and the President (s. 5(2)) to be Canadian citizens. The Chair said that it was reasonable to ask whether the exclusion embedded in the legislation should continue. To that end, the Chair had asked the University’s Senior Legal Counsel to request a legal opinion on the options available to the Governing Council – in addition to initiating a change in the *Act*.

The Chair stated that she would like to bring the matter back to the Committee for discussion at its next meeting on December 2nd. The issue was not a straightforward one, and it would need to be considered carefully by both the Committee and the Governing Council.

Members expressed their support of the Chair’s initiative and identified related matters that might also be considered.

c) Distribution of Minutes

Mr. Charpentier advised members that the Committee and the Governing Council would begin to receive, for information, reports of UTM and UTSC Campus Council meetings, in addition to receiving reports of other bodies that reported to it. As well, when an item considered by a Campus Council or one of its Committees was forwarded to an institutional governance body for consideration, the report of the respective body would also be provided for information, together with other documentation for the item. That flow of information would facilitate ongoing oversight of the work of the UTM and UTSC governance bodies, as was the case for other governance bodies.

The Committee moved *in camera*.

13. Items for Endorsement and Forwarding to the Governing Council

a) Appointments

i) University of Toronto Scarborough Agenda Committee - Community Member

On motion duly moved, seconded and carried,

YOUR COMMITTEE APPROVED

THAT the recommendation for an appointment contained in the memorandum from the Chair dated October 16, 2013 be endorsed and forwarded to the Governing Council for approval, and

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

ii) Assistant Secretary of the Discipline Appeals Board

On motion duly moved, seconded and carried,

YOUR COMMITTEE APPROVED

THAT the recommendation for an appointment contained in the memorandum from the Secretary dated October 23, 2013 be endorsed and forwarded to the Governing Council for approval, and

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

iii) 2013-2014 Governor Assignments

On motion duly moved, seconded and carried,

YOUR COMMITTEE APPROVED

THAT the recommendation for an appointment contained in the memorandum from the Chair dated October 23, 2013 be endorsed and forwarded to the Governing Council for approval, and

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

14. External Appointments

a) Banting Research Foundation Board of Trustees

On motion duly moved, seconded, and carried,

YOUR COMMITTEE APPROVED

THAT Dr. W. Raymond Cummins be nominated for re-election to the Board of Trustees of the Banting Research Foundation for a second three-year term from October 23, 2013 until the Foundation's annual general meeting in 2016, or until his successor is appointed.

b) McLaughlin Centre Oversight Committee

On motion duly moved, seconded, and carried,

YOUR COMMITTEE APPROVED

THAT Ms Virginia McLaughlin be reappointed to the McLaughlin Centre Oversight Committee for a two-year term, effective immediately until October 31, 2015 or until her successor is appointed;

THAT Dr. Eliot A. Phillipson be appointed to the McLaughlin Centre Oversight Committee for a three-year term, effective immediately until October 31, 2016 or until his successor is appointed;

THAT Dr. Charles Tator be reappointed to the McLaughlin Centre Oversight Committee for a three-year term, effective immediately until October 31, 2016 or until his successor is appointed, and that he be appointed Chair of the Committee for the duration of his three-year term; and

THAT Mr. Christopher Wansbrough be reappointed to the McLaughlin Centre Oversight Committee for a two-year term, effective immediately until October 31, 2015 or until his successor is appointed.

14. External Appointments (cont'd)

b) University of Toronto Press Board

On motion duly moved, seconded, and carried,

YOUR COMMITTEE APPROVED

THAT the following individuals be appointed/re-appointed members and directors of the University of Toronto Press Board of Directors, effective immediately, for terms to continue until the 2014 Annual General Meeting, or until their successors are appointed:

Mr. Larry Alford
Mr. Frank Anderson
Ms Kelly Dixon (new appointment)
Ms Mary Anne Elliott
Mr. Brent Houlden
Mr. Stephen Knight
Ms Elizabeth Lea (new appointment)
Professor Scott Mabury
Ms Anne MacDonald
Mr. Ken McCarter
Ms Catherine Pearce
Professor Rob Vipond (new appointment)
Mr. John Yates

THAT Mr. Brent Houlden be re-appointed as Chairman of the University of Toronto Press Board of Directors, effective immediately, for a term to continue until the 2014 Annual General Meeting, or until his successor is appointed.

15. Committee Members with the President

Members of the Executive Committee, with the Board Chairs and President-Designate, met privately with the President.

16. Committee Members Alone

a) Senior Appointment

On motion duly moved, seconded and carried,

YOUR COMMITTEE APPROVED

THAT the recommendation for a senior appointment contained in the memorandum from the Chair dated October 23, 2013 be endorsed and forwarded to the Governing Council for approval, and

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

b) Naming Proposal

On motion duly moved, seconded and carried,

YOUR COMMITTEE APPROVED

THAT the recommendation for a proposed naming contained in the memorandum from the Chair dated October 23, 2013 be endorsed and forwarded to the Governing Council for approval, and

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

The Committee returned to closed session.

The meeting adjourned at 6:40 p.m.

Secretary
October 25, 2013

Chair