



**Board of Governors FALL Meeting
Thursday, October 6, 2016
Room 142, Andrew Hall
6:00 p.m. – 7:00 p.m.**

MINUTES

Members Present: Mr. Pat Sinnott (Chair), Dr. Alaa Abd-El-Aziz (President), Dr. Don McDougall, Dr. Rabin Bissessur, Mr. Ryan Bradley, Mr. John Buchanan, Ms. Bertha Campbell, Dr. Gary Conboy, Mr. Linnell Edwards, Ms. Kathy Hambly, Mr. Ron Keefe, Mr. Nathan Hood, Mr. Michael Ferguson, Mr. Ed Lawlor, Mr. Brian McMillan, Dr. James Moran, Mr. Shawn Murphy, Mr. Duncan Shaw, Ms. Shauna Sullivan Curley, and Dr. Lowell Sweet

Regrets: Mr. Andrew Bartlett, Ms. Mary Best, Ms. Tracey Cutcliffe, Dr. Don Desserud, Mr. Scott Harper, and Ms. Margo Thompson

Staff Present: Ms. Jackie Podger, Vice-President, Administration and Finance
Ms. Dianne MacLean, Assistant to the Board of Governors

1. Call to Order

Mr. Pat Sinnott called the meeting to order at 6:45 pm.

2. Approval of Minutes - May 19, 2016

The minutes of the Board of Governors meeting of May 19, 2016 were circulated prior to the meeting. One small amendment was suggested after which the following motion was proposed:

1) MOVED by Dr. Linnell Edwards, SECONDED by Ms. Bertha Campbell that the minutes of the May 19, 2016 Board of Governors' meeting be approved as amended. CARRIED

3. Notification of E-Vote

Mr. Pat Sinnott reported that on August 29, 2016, the Board Human Resources (HR) Committee held an e-vote to approve a probationary tenure-track appointment, Assistant Professor, in the Faculty of Education, Step 4 for Mr. John Doran, effective September 1, 2016. The HR Committee recommended that the Board approve this e-vote as well and an e-vote was held with Board members that same day. Twenty four of the 26 members approved this appointment. (Two members did not vote).

4. Chair's Report

Mr. Sinnott indicated he had nothing to report.

5. President's Report

President Abd-El-Aziz reported on a number of matters as noted below:

- i) Budget discussions have been held with Government regarding implementing a three-year budget process and they are open to this concept.
- ii) Out of the four proposals submitted for SIF funding, UPEI received approval on three – Dalton Hall, Memorial Hall and Steele Building. The University also received funding for the Sports Field Turf under a separate program.
- iii) Renovations are underway at 618 University Avenue. The plan is for the Department of Development and Alumni Engagement to move mid-November.
- iv) The administrative negotiating team met with the unions' negotiating team on their pension plan proposal. These two groups will meet again in October.
- v) Project Beacon continues to be on time and budget.
- vi) On May 7, the University of Prince Edward Island conferred degrees, diplomas, and certificates to more than 940 graduates as part of Convocation 2016.
- vii) AAU will release official enrolment numbers in mid-October. Informally, the President indicated that UPEI's enrolment has increased overall by 2.7% from last year at this time.
- viii) Establishment of the new UPEI School of Graduate Studies was approved at September 2016 Senate.
- ix) UPEI, Memorial University and Dalhousie University were awarded \$100M through a Federal Research Fund. Of this amount, \$2.5 M will be dedicated to Aquaculture at UPEI.
- vi) The School of Sustainable Design Engineering opened in August and we currently have close to 200 students enrolled.

6. Student Union Report

Nathan Hood, SU President, provided Board members with an update on SU activities. He indicated that the SU has been speaking with government and encouraging it to seriously consider the multi-year funding concept. NSO was a great success. Mr. Hood paid special thanks to staff of Residence Services on how they handled the recent emergency closure. A survey was taken with students on how long it took them to vacate the campus during the emergency, and over 700 responded indicating that it took them 1-15 minutes. Student elections were held recently with an 18% turnout. The SU has launched an app for students to sell books and join clubs on campus. The SU has also created a new fund to support innovation.

7. Senate Report to Board

As the Board representative on Senate, Dr. Linnell Edwards informed Board members of the activity of Senate over the past few months. Senate recently approved the establishment of a new School for Graduate Studies. The Search Committee for the Vice President Academic and Research will be resuming its duties in the very near future.

8. Board Committee Updates

a) Finance and Audit Committee: Mr. Ron Keefe informed Board members that Project Beacon is on schedule and on budget. Since this is a major three-year project, the Finance and Audit Committee is monitoring it very closely. Mr. Keefe also congratulated those at the University for finding funding for the Sports Turf field. Teams have already played games on the new turf and appear to be very happy with the final product. Mr. Keefe reported that the Finance and Audit Committee approved the request to borrow funding for the SIF Projects/Turf Field and recommended that the Board of Governors do the same. Therefore, the following motion was proposed:

2) MOVED by Mr. Ron Keefe, SECONDED by Mr. Nathan Hood that the UPEI Board of Governors approves the request to borrow \$4,089,500 to fund the three SIF projects as well as the Sports Field Turf as noted in the table below:

Project	Provincial Funding
Dalton Hall – eHub and Student Success Centre	\$2,875,000
Memorial Hall – Psychology Research Labs	\$ 664,500
Steele Building – Patient Oriented Research	\$ 300,000
Sports Field Turf	\$ 250,000
Total Funding	\$4,089,500

CARRIED

Mr. Keefe also informed Board members that the Finance and Audit Committee approved the revision of the Investment Committees’ Environmental, Social and Governance Protocol Statement and recommended that the Board of Governors do the same. The following motion was proposed:

3) MOVED by Mr. Ron Keefe, SECONDED by Ms. Bertha Campbell that the UPEI Board of Governors approves the revised Investment Committees’ Environmental, Social and Governance (ESG) Protocol Statement as noted below:

Environmental, Social and Governance (ESG) Considerations

In keeping with the fiduciary duty imposed upon them, the primary goal of the University investment committees is to invest the University assets so as to maximize long-term value, within an acceptable risk tolerance. The primary goal is to deliver upon the endowment spending objectives and/or pension plan obligations.

As part of the overall analysis that goes into the selection and ongoing monitoring of investment mandates as outlined in the investment policies of the University assets, ESG factors will be considered and evaluated to the extent that they could improve or impair the ability to deliver on the primary goals.

To the extent that companies who employ desirable ESG practices are better managed and offer the potential to be more financially successful over the long-term, attractive ESG factors are desirable. However, ESG factors in isolation will not form overriding considerations when making investment decisions.

The University Investment Committees believe that limiting the investable universe for an investment manager can have a negative impact on the primary goals of the Fund, and as such, they do not engage in the practice of negative or positive screening in the investment decision making process. Negative and positive screening is an investment approach that excludes or includes companies, sectors or other investments from the investment universe based solely on criteria relating to ESG practices and policies.

The Investment Committees believe that engagement, through the investment manager, as opposed to screening, is the preferred method to deal with ESG related issues. As part of the ongoing monitoring of University investments, the ESG philosophy of investment managers will be considered as part of the manager selection process as well as ongoing monitoring.

b) Development, FR and ER Committee: Mr. Duncan Shaw informed Board members that the Inspire Campaign is currently at \$35.6M, and he passed along his thanks to Committee members on behalf of the Board. He also noted that the Committee held a “brain-storming” session earlier today. Mr. Shaw stated that he’s very impressed at the improvements in our marketing and branding and informed Board members that we currently have 14,000 Twitter followers. Staff from Development and Alumni Engagement as well as staff from Marketing and Communications have been invited to the next Board meeting to provide departmental updates to the Board. As well, three items required Board approval and details and motions are noted below:

4) MOVED by Mr. Duncan Shaw, SECONDED by Mr. Nathan Hood that the UPEI Board of Governors approves the three funding pillars for Experiential and Global Learning as noted below:

i) Open Competitive Awards

Students who intend to participate in a variety of experiential learning opportunities such as (but not limited to) conferences, workshops, course-based travel, and community-based initiatives will be eligible to apply. Students who, as part of their studies, organize and event or an activity at the institution or beyond could also be

eligible to apply for support which may also include the cost of support materials, if within the approved guidelines.

ii) Student Exchange Support

Students who plan to participate in an exchange program with any of UPEI's exchange partner institutions will be eligible to apply for support to cover some of their travel and accommodation expenses. Students will need to show that their program of study has been approved by their Faculty/School.

iii) Internships, Placements, Rotations, Co-operative Education

Students who, as part of their program of study, are required to take part in placements or similar work integrated learning (WIL) opportunities and entrepreneurial ventures will be eligible to apply.

CARRIED

5) MOVED by Ms. Bertha Campbell, SECONDED by Dr. Rabin Bissessur that the UPEI Board of Governors approves the following 13 named awards:

- The Eddie and Babe Brown Memorial Engineering Award
- The Floyd and Hilda Drake Memorial Award
- The Scott S. Taylor Memorial Award
- The Dr. Katherine Livingston Bick Scholarship
- The Rotary Club of Charlottetown Student Accessibility Award
- The Ed and Pat Lawlor Awards
- The Robert J. Connaughton Sr. Memorial Award
- The Danielle Handrahan Memorial Scholarship
- The Ron McInnis Hockey Scholarship
- The Lois Adams and Don MacFadyen Award
- The John "Barry" Bartmann Memorial Award in Political Science
- The David Austin O'Malley-Keyes Memorial Award
- The Family of Cyril & Daisy Sanderson Award

Mr. Ed Lawlor recused himself from the vote.

CARRIED

6) MOVED by Dr. James Moran, SECONDED by Mr. Ron Keefe that the UPEI Board of Governors approves the acceptance of three tables donated to the University by Carol and Rollie McInnis, SDU '69.

CARRIED

c) Governance and Appeals Committee: Mr. Shawn Murphy asked Board members to complete the survey handed out earlier on the Strategic Planning Session (Board Retreat) which was held in May of this year. He also reported that we had a very successful Board Orientation session in mid-September which was well attended by Board members.

Two items required Board approval and are noted below:

- i) The “Access to Information and Protection of Personal Information and Privacy” policy was approved at the Governance and Appeals Committee meeting as well as at the Executive Committee meeting, and both committees recommended that it be approved by the Board. Mr. Shawn Murphy provided Board members with background on how the policy came to be, and the following motion was proposed:

- 7) MOVED by Mr. Shawn Murphy, SECONDED by Dr. Linnell Edwards that UPEI Board of Governors approves the “Access to Information and Protection of Personal Information and Privacy” Policy as presented.**

CARRIED

- ii) The “University Policies” policy was also approved at the Governance and Appeals Committee and recommended for Board approval as well. The following motion resulted:

- 8) MOVED by Mr. Ed Lawlor, SECONDED by Dr. Linnell Edwards that the Board Governance and Appeals Committee approves and recommends that the UPEI Board of Governors approves the “University Policies” Policy as presented.**

CARRIED

d) Property and Asset Committee: Ms. Margo Thompson was not in attendance, so Ms. Podger provided the committee report on the Chair’s behalf. She informed Board members that the Development and Alumni Engagement Department has moved into Dalton Hall only until renovations in 618 University Avenue are completed, at which time they will move there. This move will allow better accessibility and parking for donors. A formal Board meeting room will be created in this building as well. Their vacated space in Steele Building will be used as much needed lab space for the Kinesiology Program which has grown a great deal over the past couple of years. Tenders were issued for the Steele Building and Williams, Murphy and MacLeod were the successful proponents. Tenders have also been issued for renovations to Dalton Hall and Memorial Hall but do not close until the middle of October.

The Committee looked at “refreshing” the Campus Master Plan but decided to post-pone this until all the SIF projects have been completed. Ms. Podger also reported that the house on the Belvedere Avenue property has been demolished and the land has been re-sodded. She also noted that discussions were held around the most recent campus closure and the Committee is looking at additional exit routes off campus.

e) Executive Committee: Mr. Pat Sinnott reported that the Executive Committee met three times during the summer and two of these meetings were related to labour relations.

MEETING MOVED TO CLOSED SESSION

MEETING MOVED TO OPEN SESSION

9. New Business

There are two items requiring Board approval.

- i) Synapse Inc. has requested that the UPEI Board of Governors appoints a person to be a member of the Synapse Inc. to replace Dr. Katherine Schultz who recently retired. Therefore, the following motion was presented and approved:

10) MOVED by Mr. Ron Keefe, SECONDED by Dr. Linnell Edwards that the UPEI Board of Governors appoint Mr. Ed Lawlor as a member of Synapse Inc. CARRIED

- ii) President Abd-El-Aziz reported that the Senate approved the School of Graduate Studies but the Board of Governor's approval is required also. There are approximately 450 graduate students.

Members of the Graduate Student Association provided a presentation at Senate stressing the need for this school and how it will enhance the student experience. The Student Union also indicated their support for this initiative. The following motion was presented and approved:

11) MOVED by Dr. Linnell Edwards, SECONDED by Dr. Rabin Bissessur that the UPEI Board of Governors approves the establishment of a School of Graduate Studies. CARRIED

10. Adjournment

There being no further business, the fall meeting adjourned at 8:20 p.m.