

**CONSENT AGENDA  
to the Open Agenda of the 599<sup>th</sup> Meeting of the Board of Governors**

**Thursday, December 1<sup>st</sup>, 2016  
Room 2440R River Building, Carleton University**

**4.1 ITEM(S) FOR APPROVAL**

**4.1.1 Approval of minutes of the previous meeting and Business arising from the Minutes**

- a) Approval of the Open Session Minutes of the 598<sup>th</sup> meeting on September 27, 2016.

**4.1.2 Approval of Revised Terms of Reference and Work Plans for Standing Committees**

- A working paper and work plans for the following Committees were circulated in advance.
  - a) Audit Committee
  - b) Building Committee
  - c) Community Relations and Advancement
  - d) Executive Committee
  - e) Finance Committee
  - f) Governance Committee
  - g) Nominating Committee

**4.1.3 Approval of Board of Governors Award Criteria and Jury Selection**

- Material was circulated in advance.
  - Working paper for Board Award and Jury Selection
  - Approved Board Award Criteria
  - Board Award Timeline

**4.1.4 Approval of Special Representative to Senate (R. Runte)**

- Material was circulated in advance.

**4.1.5 Approval of Policies Overseen by the Board**

- Material was circulated in advance.
  - a) Board of Governors Emeritus Policy
  - b) Board of Governors Travel and Related Expenses

## **4.2 ITEM(S) FOR INFORMATION**

### **4.2.1 Committee Minutes**

- a) Building Committee
  - 146<sup>th</sup> Meeting, May 3<sup>rd</sup>, 2016
- b) Community Relations and Advancement Committee
  - 100<sup>th</sup> Meeting, October 11<sup>th</sup>, 2016
- c) Finance Committee
  - 284<sup>th</sup> Meeting, April 14<sup>th</sup>, 2016
- d) Governance Committee
  - 31<sup>st</sup> Meeting, May 30<sup>th</sup>, 2016

### **4.2.2 Minutes from Senate Meeting**

- Approved Minutes from September 2016 Senate meetings were circulated in advance.

### **4.2.3 Board Work Plan**

- Material was circulated in advance.

**Minutes of the 598<sup>th</sup> Meeting of the  
Board of Governors**

**Tuesday, September 27<sup>th</sup>, 2016 at 4:00 p.m.  
Room 2440R River Building, Carleton University**

<b>PRESENT:</b>	Dr. F. Afagh	Mr. K. Evans	Mr. G. Owens
	Mr. F. Alhattab	Mr. D. Fortin	Dr. R. O'Reilly Runte
	Ms. D. Alves	Ms. C. Gold	Dr. E. Sloan
	Ms. D. Armstrong	Mr. O. Javanpour	Ms. C. Switzer
	Dr. C. Carruthers (Chair)	Mr. I. Lee	Mr. A. Tattersfield
	Ms. G. Courtland	Dr. P. Merchant	Mr. A. Ullett
	Mr. D. Craig	Mr. N. Nanos	Mr. B. Wener
	Ms. L. A. Daly	Mr. J. Nordenstrom	Mr. M. Wernick (Vice Chair)
	Mr. J. Durrell	Dr. B. Örmeci	
<b>REGRETS:</b>	Ms. J. Ostrajanskiy	Ms. R. Thompson	Ms. L. Watson
<b>STAFF:</b>	Ms. S. Blanchard	Ms. A. Goth	Dr. N. Rajapakse
	Mr. D. Boyce	Dr. R. Goubran	Dr. P. Ricketts
	Ms. J. Conley	Mr. S. Levitt	Mr. T. Sullivan
	Mr. D. Cumming	Mr. M. Piché	Mr. B. Winer

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**OPEN SESSION**

**1. CALL TO ORDER AND CHAIR'S REMARKS**

The Chair called the meeting to order at 4:00 p.m. and welcomed all attendees, guests and observers. Board members were reminded that there is an Annual Members meeting following the closed session. The Open Session was live-streamed to Southern Hall 617 and was audio recorded for the purpose of accuracy of the minutes.

**2. DECLARATION OF CONFLICT OF INTEREST**

The Chair asked for any declarations of conflict of interest from the members. There were none.

**3. APPROVAL OF AGENDA**

Mr. Nordenstrom moved, and it was seconded by Ms. Daly, that the agenda be approved as presented. It was carried.

**4. APPROVAL OF THE CONSENT AGENDA**

Mr. Tattersfield moved, and it was seconded by Mr. Wener, that the Open Consent agenda minus the 284<sup>th</sup> Meeting of the Finance Committee be approved as presented. It was carried.

There was a question regarding an item from the Finance Committee's 284<sup>th</sup> Meeting regarding Item 5.2 Approval of 16/17 Student Association Fees specifically the requirement of a minimum threshold of 15% voter turnout in order to approve changes to fees. Since this doubles the previous threshold it was questioned why this decision was made. Carleton University and the Carleton University Student Association negotiated a minimum threshold of 15% for student turnout for referendums results and this is now in effect. There are ongoing negotiations with the Graduate Student Association regarding the ancillary student protocol fee referendum process.

Mr. Javanpour moved, and it was seconded by Mr. Wener, that the minutes of the 284<sup>th</sup> Meeting of the Finance Committee be approved as presented. It was carried.

**5. ITEM(S) FOR DISCUSSION**

**5.1 Research Rankings and Reputation**

Dr. Rajapakse was invited to give a presentation on Research Rankings and Reputation. A copy of the presentation and the 2015-2016 Carleton University Research and International Year in Review were distributed to the Board prior to the meeting. The presentation summarized the three internationally recognized university rankings (Times Higher Education, QS, Academic Ranking of World Universities), the 2 Canadian Rankings (Research Infosource and Maclean's), international comparisons for 2013 – 2016, peer group comparison, Research Infosource Metrics and how do we respond to rankings with reputation and development of a strategy.

The Research Infosource Metrics gives a break down with five metrics of 50 universities:

- 1) total research income
- 2) research intensity, \$/FTE, (dollars per faculty member – normalized measure)
- 3) total number of publications (international conferences and journals, etc),
- 4) publication intensity (number of publications per faculty member) and
- 5) publication impact (where the paper is published).

The research rankings build a reputation for the university and can affect recruitment of students, faculty and staff. An approach we could use is to develop a strategy to address the rankings and find ways to improve. We could use external communication to help reputation building, including positioning and branding. Talent Management could also be used to build reputation including recruitment of senior faculty members (build talent). We could help faculty members more with their research enterprise, support for grant writing, position Carleton to generate innovation, develop a reputational strategy including a research communication strategy to raise the profile of Carleton's research.

Over the last three years the universities have become much more competitive in terms of pursuing opportunities and investing strategically in major initiatives and the results of that improve the rank. The number of universities that are included in the international rankings has greatly increased and now includes Asian Universities.

A question was asked about support for research by contract instructors. The Provost responded that the current focus is on our over 800 full-time faculty who have a mandate for research in their position and creating a plan to support them.

International students are considered in the ranking through the international orientation which includes the percentage of international students, faculty and the number of papers that faculty have published with international authors. It was suggested that a strategy for increasing this ranking may be to increase funding for international students. This is encouraged through faculty including funding for international students in grant applications. Some government policies help with recruitment of international students e.g. British Columbia does not have an international differential fee for graduate students. This has allowed universities in that province to recruit more international students and allows professors to more easily support them with research grants.

## 5.2 Engineering Capstone Projects- Challenges and Successes

Dr. Goubran was invited to give a presentation. The Capstone Project is a mandatory fourth-year project in the Faculty of Engineering and Design that is two terms running September to April. Student teams ranging in size from 3 to 25 work together to develop professional-level experience by applying previously-acquired knowledge to a major design project including design, building and testing. This is hands-on practical experience that is multi-disciplinary with many different engineering program students working together. The projects are important for satisfying the Canadian Engineering Accreditation Board.

Larger scope projects are multi-year (up to four years). The students have to use proper documentation so that the next year's students can advance the design. Soft skills and realistic time, budget and design constraints are imposed.

Examples of projects include:

- Fixed-Wing Unmanned Aerial Vehicles
- High- Performance Housing
- Crash-Test Dummy
- Carleton University Simulator Project (CUSP)
- FSAE Car

Many projects are done in partnership with industry which provides funding to support the projects from concept to commercialization. This program provides an opportunity for undergraduate students to do applied research and for faculty to recruit for Master's programs. It also creates job opportunities for students in industry following completion of their degree.

A letter of intent is being submitted to the AutoDrive 3- year competition which is working with GM and SAE. GM will be donating a Chevrolet Bolt EV, a GM team mentor and start-up funds.

In addition to the undergraduate students involved in the project there are also sometimes graduate students involved. Enrolment in the Bachelor of Engineering and Design has increased year to year with usually about 1,000 students in their 4<sup>th</sup> year. Carleton's intake of first year students is second in the province to Waterloo.

The High-Performance Housing is an academic project only and mostly from a design aspect with consultation with the community and The School of Architecture and Urban Design.

The group sizes are quite large--up to 25 students but the groups are broken down into subsections of 2 or 3 working on very specific projects contributing to the overall product or concept. The final report includes the contribution of each member. There are faculty members that act as group managers and project managers and oversee the students work.

## **6. ITEM(S) FOR APPROVAL**

### **6.1 President's Goals and Objectives**

The goals and objectives set out by the President include:

- Maintain current enrolment level with possible adjustments for formula changes
- Achieve Strategic Plan Goals including student satisfaction, research and organizational excellence
- Balance the budget
- Complete construction projects
- Ensure success of 75<sup>th</sup>
- Continue to achieve fundraising campaign goals, 300 million dollar campaign ongoing

Dr. Ricketts was thanked for the 75<sup>th</sup> pins for the Board Members. There are metrics associated with all of the strategic plan goals and objectives and they are used during the President's Annual Evaluation.

Mr. Durrell moved, and it was seconded by Mr. Owens, that the President's Goals and Objectives for 2016/17, be approved as presented. It was carried.

Dr. Ricketts was thanked for the 75<sup>th</sup> pins for the Board Members.

## 6.2 Audited Financial Statements for year ended April 30/16 and Audit Finding Report

The incorrect Audited Financial Statements were sent to the Board in the meeting package but the error was corrected in an email prior to the meeting and a hard-copy was provided at the meeting. The error was accidental and in the Bylaws section 11.03 it states "no error of accidental omission in giving notice of any Board meeting or any Members' meeting shall invalidate the meeting or make void any proceeding taken at the meeting other corporate matters."

The Board was provided with four documents in advance of the meeting:

- 1) 2015/16 Financial Report to the Board of Governors
- 2) Audited Financial Statements for year ended April 30, 2016
- 3) 2015/16 Audit Findings Report
- 4) Management and Independence Letter

Mr. Wener, as Chair of the Audit and Finance Committees introduced Mr. Piché. The Audit and Finance Committees have been through all four documents in details and will recommending them for approval by the Board.

Mr. Piché took gave a brief presentation, speaking to each of the reports. He confirmed that they have been completed in compliance with the generally accepted accounting principles.

The highlights from the Fiscal year 2015- 2016 included:

- An increase of 2.4% in total enrolment
- The net operating results had a small surplus of \$2.3 and the board had approved to appropriate the funds to the pension reserve.
- Ancillary operations finished the year with a positive result of \$1.3 million.
- In March 31, 2016 a special pension contribution of \$30 million was made to reduce the solvency deficit.
- The Board approved an increased investment in marketable securities of up to \$100 million. At the end of the fiscal year \$76.2 million had been invested. To date the full \$100 million has been invested.

- In 2015-16, \$30.9 million was spent on capital investments which included deferred maintenance and capital expenditures.
- Long term debt decreased to \$74.7 million, primarily due to the change in amortization of the various mortgages on residences.

#### *Enrolment*

From 2011- 2016 there has been about a 10% growth in enrolment and that is despite the demographic trends in the Ontario 18 year old population and the “Carleton Mix”.

#### *Financial Report for Year 2015-2016*

The operating income by source was outlined including the total income of \$441.2 million which was higher than the previous year by \$23.4 million. The total income is composed of government grants (\$8.2 million), tuition fees (\$12.6 million) and other income. Offset of expenditures of \$5.6 million including: expenses due to higher number of students, revenue sharing through ELBA (\$1.2 million), and grants for students (\$3.8 million). The overall trend over five years has been reduced government grants and higher tuition fees.

The university budget has grown significantly from the previous year due to the pension payment to reduce the solvency deficit of \$30 million.

Housing and Conference Services showed a deficit of just under \$1 million last year which was primarily a result of unbudgeted and additional renovations to residences of \$2.5 million.

#### *Capital Projects and Deferred Maintenance*

The major project underway is the Health Sciences Building which is a \$45 million project which should be ready by July 2017 with partial move-in in September 2017. The Advanced Research Innovation and Smart Environment (ARISE) Building was recently approved under the Strategic Investment Fund Program - spending \$29.5 million. The government will be providing 13 million to help fund the building. The design is underway and is expected to go to tender in January, with construction to start in March 2017 having the building substantially completed by April 2018. The Cogeneration Facility is well underway with the total project cost of \$15 million with a \$5 million subsidy from Hydro Ottawa.

The Board of Governors has approved a \$140 million deferred maintenance investment over a ten-year period based on the Facility Condition Index Assessment which was prepared on most of the buildings and facilities amounting to about 14 million dollars a year on these projects.

Under development is the new Sprott Business School. The conceptual design is still in progress and will be moving forward to the Building, Finance and Audit Committee this Fall for decision.

*Solvency Deficit*

The issues of the solvency deficit is a significant concern for the university. There are talks with the Ministry of Finance for a temporary and permanent solution on how to deal with the solvency deficit of Ontario's universities.

*Net Assets and Capital Assets*

Over the last five years the capital assets and endowments have continued to grow. The liabilities are stable. The net assets are allocated for future commitments and obligations including: employee future benefits, internally restricted net assets, endowments, other unrestricted net assets and investment in capital assets. The Net Assets relate to the capital reserves including capital projects.

Questions during the discussion included the fact Health and Counselling services has a surplus. Have increased services been considered? The Book Store and the Print Shop have been running a deficit has there been research done in continuing these services? The students' call for additional Health Services has been noted and will be considered in the budget next year. In reference to the Health and Counselling Services every ancillary needs to keep a reserve for contingency planning such as updates to equipment for extra services needed throughout the year. The Book Store an important service. This year sales in the bookstore have increased considerably. The Print Shop deficit has been previously been noted and is being monitored. The Directors of Health and Counselling monitors the need for additional grief counselling and has a protocol. If additional counselling is needed the university has a contract for a 24 service to bring in extra counselors.

Mr. Wener moved, and it was seconded by Ms. Armstrong to approve the financial reports as recommended by the Audit Committee. It was carried.

**7. ITEM(S) FOR INFORMATION**

7.1 Report from the President

a) Update on Strategic Plan

Three documents were circulated to the board including:

- 1) The Strategic Integrated Plan and the Strategic Mandate Agreement
- 2) The Top Performance Indicators 2013-2018
- 3) The Top Performance Indicators June 2016 Update

The Strategic Integrated Plan (SIP) is a five year plan running from 2013-2018. The Strategic Mandate Agreement (SMA) is a document developed at the request of the Provincial Government. Consultations were done to create the SMA but also is the

result of negotiations with the Government. A new SMA will be required in the next few months.

The SIP has three key words: Collaboration, Leadership, and Resilience (CLR). The descriptive title: Sustainable Communities and Global Prosperity focusses on building communities that are: culturally vibrant, technologically smart and connected, environmentally conscious and sustainable, safe and secure, economically successful, and well governed and administered. These reflect the Faculties, research and characteristics of the university. The distinctive identifiers are as follows: interdisciplinary, international/global research, diversity/accessibility, collaborative, and innovative. Values included are: excellence in teaching, student-centered, research excellence and connectedness, creativity and enterprise.

The SMA's goal is to differentiate Carleton from other universities, fill the provincial mandate and to remain within the SIP. The SMA includes: jobs, innovation and economic development; students; collaboration. There were five programs proposed in the current SMA and all have been approved by the Government. Carleton led on a collaborative workforce called the Eastern Ontario Taskforce which is a collaboration of five universities and four colleges.

For the next SMA possible topics will likely include: enrolment projections, new program development (strategically), outcome measures, including employment and satisfaction, work with community colleges, and experiential learning.

b) Update from VP Students and Enrolment

*Enrolment*

Based on current registrations, the OVPSE is projecting the new first-year full-time students to increase by 1.9%. Over all years OVPSE is projecting a 2.9% increase in enrolment.

Ontario Universities Fair for 2016 went extremely well with a large contingent of faculty, students and staff that did an excellent job. The Fair helped identify perspective students. There were 135,000 parents and students at the fair. There was a 30% increase in the number of students interested in getting additional information about Carleton. Ms. Blanchard was thanked for her dedication.

Fall Orientation and move-in weekend went well with a great welcoming of Carleton students. Varsity Athletes were well represented.

The Student Mental Framework 2.0 will be launched in October. There was a framework from 2009. Student engagement was a key factor in the rewriting of the framework and a significant portion of the framework was written by the students. It looked at many different things including resilience.

The Sexual Violence Policy started last year with consultations with stakeholders. The Director of Student Affairs and Coordinator for Sexual Violence met a second time with specific stakeholders and all unions that responded to discuss which points were of importance for inclusion in the policy. Information has been collated and the first draft is planned to be posted to the web for the month of October. All members of the campus community will have the opportunity to provide feedback and comments through email before the final draft is done. The policy will be going through the approval process through Senate (for information), the Senior Management Committee, and the Board of Governors (December 1).

c) Update from Director, University Communications

A wide range of activities have been occurring over the summer to get ready for the school year and a sample of that work was provided in a board report from the Department of University Communications (DUC). A number of back to school stories were assembled to support faculties and departments across campus. A number of new programs were profiled. New funding was announced including \$4.6 million in SSHRC funding for Carleton faculty, \$2.5 million grant for Dr. Kim Matheson for the Youth Futures project which focusses on improving opportunities among Indigenous youth. Banu Örmeci was announced as the Jarislowsky Chair in Water and Global Health. Promotion was done on Komal Minhas's film *Dream Girl* which shares stories of female entrepreneurs. It was premiered at the White House as well. A feature about Carleton students and alumni who participated in the Rio Olympic games was published. DUC also highlighted the president's work on the Eastern Ontario Task Force and the launch of the website [www.carleton.ca/eotf](http://www.carleton.ca/eotf) which will offer hundreds of on-line courses for municipal or community services sector.

d) Physical Plant Projects

Update was given under the Financial Reports.

7.2 Committee Chair Updates

The Governance Committee will be meeting on October 5<sup>th</sup> and will be discussing a work plan for the year.

**8. OTHER BUSINESS**

Pursuant to the Code of Conduct section 4, Mr. Owens moved, and was seconded by Mr. Bueckert that the Executive Committee ask Mr. Wernick be requested to apologize and issue a retraction. The motion was defeated.

**9. QUESTION PERIOD**

There was one questions posed:

1. In April of this year, three organizations representing academic staff, administrative and support staff and graduate students at Carleton University voted “no-confidence” in the Board of Governors over concerns related to university governance, as well as accusations of a lack of transparency. What is the Board of Governors planning to do to rebuild confidence with campus stakeholders?
  - President Runte previously responded to this question, when it was raised last spring. The matter was raised with the joint committee. The Board Executive and the Board Committees have attempted to improve communication, the speed of communication and invite comments as much as possible. The chair noted that the Community Relations and Advancement Committee is taking on an initiative this board year to look at and improve stakeholder engagement.

## **10. ADJOURNMENT OF MEETING**

A motion to adjourn the Open Session of the meeting was made at 6:13 pm. The Chair thanked all guests who attended the Open Session and asked them to leave so that the Closed Session of the meeting could begin.



<b>Document Name:</b>	Audit Committee - Terms of Reference
<b>Executive Officer Assigned:</b>	Vice-President (Finance and Administration)
<b>Approval Authority:</b>	Board of Governors (on recommendation from Audit, Governance and Executive Committees)
<b>Date Document Approved:</b>	December 2016
<b>Mandatory Review Date:</b>	December 2018

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### **Committee's Role - Overview**

The Audit Committee shall oversee the financial framework and management of the University. Specifically, the Audit Committee shall oversee the following areas:

1. External Audit
2. Internal Audit

### **External Audit**

In support of its mandate to oversee the external audit, the Committee will perform the following functions annually:

- Consider and recommend to the Board, the appointment of External Auditors as per the Procedure for the Appointment of Auditors.
- Review and recommend the approval the annual audit engagement letter presented by the External Auditors to the Board of Governors.
- Review and recommend to the Board, approval of the annual audit fees.
- Review and recommend to the Board for approval the draft financial statements and financial report, as to the reasonableness of presentation; appropriateness of accounting principles; and adequacy of disclosure.
- Assess the effectiveness of the work performed by the External Auditors and the lead partner, and report the results of this assessment to the Board.

- Review material observations and recommendations made by the External Auditors during the audit, and ensure that there is a process in place for response and/or correction of these matters as required.

In support of its mandate to oversee the external audit, the Committee will perform the following functions, as required:

- Review the engagement of the External Auditors. Normally, a request for proposals for external audit services would be issued every five years.

### **Internal Audit**

In support of its mandate to oversee the internal auditing process, the Committee will perform the following functions annually:

- Review and approve the annual internal audit plan presented by the Administration and the Internal Auditors.
- Receive a synopsis of the results of the current year audits, and a report on all outstanding audit recommendations.
- Receive and review the University Risk Assessment Report.

The Committee will perform the following functions as needed:

- On behalf of the Board of Governors, monitor and report on issues identified in the risk assessment as being significant.
- Examine and report on any matters referred to the Committee by the Executive Committee of the Board.
- Review the effectiveness and cost structure of the Internal Audit function and recommend the service provider to the Board. Normally, a request for proposals for internal audit services would be issued every five years.

### **Other**

Review no less than every two years, the Committee's mandate, and recommend changes to the Governance Committee, Executive Committee, and Board, as necessary.

Perform such functions as may periodically be assigned to the Committee by the Board of Governors.

### **Membership, Qualifications, and Composition**

The Committee shall be comprised of up to eleven members appointed by the Board, including the Chair and Vice-Chair of the Committee. Only those members of the Committee who are community-at-large members shall be entitled to vote.

The following shall be *ex-officio* members of the Committee: the Chancellor, the Board Chair, the Board Vice-Chair, and the President and Vice Chancellor.

All Committee members shall be financially literate in that they shall have the ability to read and understand financial statements of a complexity comparable to the financial statements of the University.

### **Quorum**

Quorum for meetings shall consist of one-half the number of members of the committee plus one, present in person, by teleconference or by videoconference, at least one of whom must be the chair or vice-chair of the committee.

### **Revisions and Approvals:**

- 75<sup>th</sup> Meeting, Sept. 15/15 - deferred formal review until completion of By-law review in Spring 2016

**Board of Governors Annual Work Plan  
2016/17 Board Year**

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**AUDIT Committee Work Plan**

<b>Meeting Schedule</b>	<b>Work Plan</b>
July / August	NO MEETING SCHEDULED
September / October	<p><b><u>September 20</u></b></p> <ul style="list-style-type: none"> <li>▪ Review committee terms of reference</li> <li>▪ Presentation of Audited Financial Statements for year ended April 30, 2016</li> <li>▪ Audit finding report</li> <li>▪ Review work plan</li> </ul>
November / December	<p><b><u>November 15</u></b></p> <ul style="list-style-type: none"> <li>▪ Review of Internal Audit Reports</li> <li>▪ Status of Implementation of Internal Audit Recommendations</li> </ul>
January / February	NO MEETING SCHEDULED
March / April	<p><b><u>March 8</u></b></p> <ul style="list-style-type: none"> <li>▪ Approval of Appointment for External Auditors</li> <li>▪ Proposed External Audit Plan and Letter of engagement from Auditors</li> <li>▪ Audited financial statements for the Pension Fund and report for year ended June 30, 2016</li> </ul> <p><b><u>April 12</u></b></p> <ul style="list-style-type: none"> <li>▪ Presentation Placeholder e.g. procurement</li> <li>▪ 16/17 Risk Assessment Report</li> <li>▪ Review of Internal Audit Work Plan</li> <li>▪ Review of Internal Audit Reports</li> </ul>
May / June	NO MEETING SCHEDULED

**Board of Governors Annual Work Plan  
2016/17 Board Year**

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**BUILDING PROGRAM Committee Work Plan**

<b>Meeting Schedule</b>	<b>Work Plan</b>
July / August	NO MEETING SCHEDULED
September / October	<b><u>November 9</u></b> <ul style="list-style-type: none"><li>▪ Review work plan</li><li>▪ Updates on Major Projects: Cogeneration Project, Residence Building, Concert Hall, Business Building, Health Science Building, Arise</li><li>▪ Review committee terms of reference</li><li>▪ Report on deferred maintenance/minor capital projects.</li><li>▪ Report on Campus Masterplan?</li></ul>
November / December	NO MEETING SCHEDULED
January / February	<b><u>January 11</u></b> <ul style="list-style-type: none"><li>▪ Construction updates</li><li>▪ Update on Major Projects</li><li>▪ Presentation on Academic Space Utilization / needs assessment</li><li>▪ Presentation on study for use of the land at the north end of campus.</li></ul>
May / June	<b><u>May 23</u></b> <ul style="list-style-type: none"><li>▪ Environmental Health and Safety Report</li></ul>

**Document Name:** Building Program Committee - Terms of Reference

**Executive Officer:** Vice-President (Finance and Administration)

**Approval Authority:** Board of Governors (on recommendation from the Building Program, Governance and Executive Committees)

**Date Document Approved:** December 2016

**Mandatory Review Date:** December 2018

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**Committee's Role - Overview**

The Building Program Committee is a standing committee of the Board of Governors of Carleton University constituted for the formulation and oversight of policy pertaining to the development of University real property, and the oversight of capital projects meeting the criteria established in these Terms of Reference.

In respect of construction projects, the Building Program Committee is responsible for the technical oversight of such projects, while the responsibility for project funding and financial management falls within the mandate of the Finance Committee<sup>1</sup>.

**Committee's Mandate**

The Building Program Committee shall:

- a. Pursuant to any instructions of the Board about the creation of a Master Plan for the campus, oversee the development of such and when acceptable to the Committee, recommend its acceptance to the Board. Further, it shall consider all proposals for change to the approved Master Plan and make such recommendations to the Board as it deems appropriate about such changes, before such proposed changes are enacted by the Board. A complete and formal review of the Master Plan shall be undertaken by the Building Program Committee every five years.
- b. Consider all proposed changes to the use of the lands of the University and the selection of all sites for construction of facilities, making such recommendations as it deems appropriate, before any determination is made by the Board to designate a site for construction or before it authorizes any change to the use of lands of the University.

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<sup>1</sup> See Schedule "B".

- c. Within the agreed parameters of Schedule “A”, consider any matter it deems to pertain to the physical infrastructure of the campus of the University and make such recommendations to the Board as it considers appropriate and financially prudent to preserve the integrity of the physical infrastructure.
- d. Undertake such tasks as assigned to it by the Board with respect to control of capital projects including the establishment and approval of processes and regulations respecting the same such as, but not limited to, those processes and regulations reflected any Schedules to these Terms of Reference.
- e. Receive annual reports about Environmental Health and Safety and make such recommendations to the Board about the matters contained therein as the Committee deems appropriate.
- f. Receive annual reports regarding deferred maintenance and make such recommendations to the Board about the matter contained therein as the Committee deems appropriate.
- g. Undertake such other related tasks and assignments as may be assigned by the Board, from time to time.

#### **Membership, Qualifications and Composition**

The Committee shall be comprised of up to twelve (12) members appointed by the Board, including the Chair and Vice-Chair of the Committee.

The following shall be *ex-officio* members of the Committee: the Chancellor, the Board Chair, the Board Vice-Chair and the President and Vice-Chancellor.

In selecting Committee members, the Executive Committee shall ensure that a sufficient number of Committee members shall have expertise in such areas as:

- Project management, architecture and design, and construction.
- Multi-year capital planning and management of existing, and projected construction of new physical plant facilities.
- Commercial and/or residential real estate management and development
- Knowledge about appropriate property return, financial analysis and market conditions and opportunities.

#### **Quorum**

Quorum for meetings shall consist of one-half the number of members of the committee plus one, present in person, by teleconference or by videoconference, at least one of whom must be the chair or vice-chair of the committee.

**Revisions and Approvals:**

- 144<sup>th</sup> Meeting, Oct. 6/15 – approved proposed changes presented by Executive Officer, including addition of Annex A to the document.

**SCHEDULE “A” TO THE BUILDING PROGRAM COMMITTEE  
TERMS OF REFERENCE**

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**Regulations for the Approval and Control of Capital Projects**

The following regulations shall apply for the approval and control of capital projects for which the estimated cost of construction is higher than five million dollars (\$5,000,000), and to projects which directly impact the exterior image of the campus.

- a. Each such project shall be recorded on the authorized Capital Approval and Control document.
- b. The President or his/her delegate shall have the authority to approve all such projects whose total cost or estimated total cost is less than five million dollars (\$5,000,000).
- c. For any overrun in excess of fifteen percent (15%) of the total approved cost or five hundred thousand (\$500,000) whichever is less, the Vice-President (Finance and Administration), with the approval of the Building Program and Finance committees, shall present such overrun to the Board for approval before any expenditure of funds is made to pay for such overrun.
- d. For each project where total estimated cost exceeds five million dollars (\$5,000,000), and for projects which directly impact the exterior image of the campus, the Vice-President (Finance and Administration), following consultation with the President, upon completion of the needs statement and before proceeding to the preliminary design stage, shall present to the Building Program Committee his/her recommendations about:
  - the selection of a site; and,
  - the method of design and construction.
  - shall present to the Finance Committee his/her recommendation about:
    - the budget for the project; and,
    - the funding for the project.

for examination and, if approved by the Building Program Committee and the Finance Committee, recommendation to the Board. The Chair of the Committee may elect to appoint a member of the Building Program Committee to be on the selection committee for the prime consultant.

- e. The Vice-President (Finance and Administration), in respect of each project approved pursuant to the requirements set forth above in (d), shall present to the Building Program Committee for examination and approval:

- the prime consultant's preliminary design;
- the proposed budget for the project; and,
- the proposed schedule for the project.

f. Traditional Design and Construction Method:

- Upon approval to implement the project through the Traditional Design and Construction Method pursuant to the requirements set forth above in (d), and prior to call for tenders for such projects, the Vice-President (Finance and Administration) shall report to the Building Program and Finance committees, the results of the preparation of the final working drawings and specifications including the final cost estimate. If the Building Program and Finance committees are satisfied with the report, it shall be accepted that the Vice-President (Finance and Administration) has authority to call the tenders.
- In respect of each project approved pursuant to the requirements set forth above in (d), and upon the completion of the call for tender and prior to the letting of any contract, the Vice-President (Finance and Administration), following consultation with the President, shall report the results of the call and recommend the awarding of a contract for examination by the Building Program and Finance committees and, if appropriate, recommendation of this action to the Board.

g. Construction Management Method:

- Upon approval to implement the project through the Construction Management Method and after the appointment of the prime consultants, the Vice-President (Finance and Administration) will recommend to the Building Program Committee the appointment of a Construction Manager, for examination and, if approved by the Building Program Committee, recommendation to the Board.
- In respect of each project approved pursuant to the requirements set forth above in (d), and prior to the call for any tenders for such projects, the Vice-President (Finance and Administration) shall report to the Building Program and Finance committees the state of the design and the cost estimate. If the committees are satisfied with the report, it shall be accepted that the Vice-President (Finance and Administration) has authority to call tenders.
- In respect of each approved project and on completion of the call for tender, the Vice-President (Finance and Administration) shall report the results of the calls for tender and the final construction costs and make any necessary recommendations for adjustment to the project budget to the Building Program and Finance committees. If the Finance Committee deems and recommends appropriate, it shall so recommend to the Board.

h. Design/Build Method:

- Upon approval by the Board to implement the project through Design/Build Method, a committee for the selection of the company, partnership, or consortium shall be established by the President and shall include:
  - The Vice-President (Finance and Administration) or designate;
  - The Assistant Vice-President (Facilities Management and Planning) or designate;

- The Assistant Vice-President (Finance) or designate;
  - A person appointed by the Dean of the Faculty of Engineering and Design;
  - A person appointed by the head of the unit for which the project is being implemented; and,
  - Such other persons as the President may appoint.
  - A member of the Building Program Committee with construction industry experience.
- The selection committee shall advertise the call for proposals in such newspaper, trade publications, etc. as it deems necessary to canvas qualified companies. Upon receipt of the proposals, the committee shall select three companies.
  - Each of the three companies shall present designs and details of its proposal to the Building Program and Finance committees. After completion of the presentations, the Vice-President (Finance and Administration) may recommend to the Building Program and Finance committees, upon consideration of the presentations and any recommendation, the award of contract for the design/build of the approved project.
  - At appropriate times during the design and construction of the project, the Vice-President (Finance and Administration) shall report on the progress of the project to the Building Program and Finance committees.
- i. It shall be understood that the Executive Committee, within the powers it holds to act for the Board pursuant to the General Bylaws, upon application of the Vice-President (Finance and Administration) in a situation, particularly in the summer when it may not be possible to hold meetings of the Building Program or Finance committees, and where delay would be harmful to the University, may act in place of the Building Program and/or Finance committees and the Board in any one of the steps outlined above.
- j. Upon completion of each project, an analysis of all transactions associated with the project shall be carried out using the Capital Approval and Control document as a base. Such analysis shall be reported to the Finance Committee.

**SCHEDULE “B” TO THE BUILDING PROGRAM COMMITTEE  
TERMS OF REFERENCE**

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Project Approval Steps

- a. Approval to initiate a new facility project:
  - i. Building Program Committee reviews the program, site design, and construction method and recommends approval to the Board.
  - ii. Finance Committee reviews the budget and funding strategy and recommends approvals to the Board.
- b. Appointment of the Design Team:
  - i. The Administration will utilize the approved Consultant Selection process and will select and appoint the most suitable Design Team.
- c. Preliminary Design:
  - i. The Building Program Committee and Finance Committee will review and approve the Preliminary Design.
- d. Final Design and Authorization to go to Tender:
  - i. The Building Program Committee and Finance Committee will review the Final Design and recommend approval to the Board.
- e. Changes to the Project Budget:
  - i. The Finance Committee will review all changes in excess of fifteen percent (15%) or five hundred thousand (\$500,000) whichever is less, to the Project Budget and recommend approval to the Board.

## ANNEX A

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### **Procedures for the Selection of Prime Consultants and Contractors**

July 1989 (Amended September, 2015)

- I. Procedures for the Selection of Prime Consultants
- II. Procedures for the Selection of Contractors
- III. Procedures for Tendering and Contract Award
- IV. Regulations for the Approval and Control of Capital Projects

#### **Introduction**

1. The procedures for the selection of Prime Consultants apply to projects for which the estimated cost of construction is higher than \$5,000,000.
2. The procedures for the selection of Contractors and the procedures for tendering and contract award apply to all new construction, retrofit, alteration and renovation projects.
3. The contract award requires Board approval when the estimated cost of construction is higher than \$5,000,000.
4. The procedures may be modified from time to time at the discretion of the President, to meet the requirements of a particular project.
5. The President retains the right to forego the use of these procedures at any time, or to use other methods, such as 'Proposal Calls', as deemed appropriate.

#### **I. Procedures for the Selection of Prime Consultants**

The procedures for the selection of Prime Consultants apply to projects for which the estimated cost of construction is higher than \$5,000,000.

These procedures are based upon the Royal Architectural Institute of Canada Quality Based Selection (QBS) Process for Architects. QBS is a fair and rational procedure that facilitates the selection of a design professional for projects based on qualifications and competence in relation to the scope and needs of a particular project. The QBS evolves from multiple variables that must be tailored to fit each project.

1. The University develops a file of prospective Consultants by posting a notice on the Merx Electronic Tendering System inviting Consultants to submit an 'Expression of Interest' in University projects.
2. A Selection Committee, consisting of the Vice-President (Finance and Administration), Assistant Vice-President (Facilities Management and Planning), Chair of the Building Program Committee, and Project Construction Manager, examines all submissions and divides them into three groups according to their preferability. The criteria for this examination are:
  - Size of the firm
  - Size of projects completed in the previous four years
  - Quality of work

- Related projects, similar to those being considered at the University, designed by the firm
  - Capability of the firm to perform in the National Capital Region
  - Proposed Human Resources
  - Proficiency of the firm with a C.A.D. System
1. A point evaluation system is used to rank the firms.
  2. The top five firms remaining are sent the following information:
    - Size of project
    - Description of project
    - Construction Cost Budget
    - Proposed Schedule
    - General site information

These firms are invited to submit proposals, to update their resumes, to name their team and the fee structure of their Sub-Consultants, and to submit their proposed fees.

Second interviews are held, when deemed appropriate by the University, to discuss fees and others terms.

1. The Selection Committee assesses the results of the interviews, the reports from references, the fees and other considerations. The Project Team configuration, references and quality of work are considered the most important factors in the evaluation process. A final selection is made of the top three firms and submitted to the Vice-President (Finance and Administration), who shall, following consultation with the President, commission a competition among the three finalists.
2. The three finalists will receive an appropriate fee to develop a concept based on the terms of reference for the proposed project, and to make a presentation to the Building Program Committee.
3. The Building Program Committee will determine the successful candidate for recommendation to the Board of Governors.
4. The successful candidate is then notified and contract documents are drawn up for signature by the President's delegate.

## **II. Procedures for the Selection of Contractors**

The procedures for the selection of Contractors apply to all new construction, retrofit, alteration and renovation projects.

For new construction an advertisement will be posted on the Merx Electronic Tendering System for all projects over \$5,000,000.

For projects under \$5,000,000:

1. The University shall maintain a list of Contractors for the purpose of selecting qualified bidders to bid on University construction projects. The list of Contractors may be compiled from the following sources:
  - a. An advertisement will be placed by the University every three years, or when required, inviting Contractors to submit their company profiles and an ‘Expression of Interest’.
  - b. Contractors who submit an expression of interest and a company profile.
  - c. Contractors who have been put on the list by the University, or as the result of a recommendation made by one of the University’s Prime Consultants.

All Contractors shall be required to submit a completed Canadian Standard Form of Contractors Qualification Statement (CCA number 11) as part of their submission.

2. A limited number of Contractors shall be invited to bid on a given project on the basis of an evaluation made by the Assistant Vice-President (Facilities Management and Planning), using the following criteria:
  - a. The capability of the Contractor to meet all bonding and insurance requirements of the project;
  - b. The preference indicated by the Contractor for a certain size or type of project;
  - c. The qualification of the Contractor based on the University’s assessment of the company’s profile, references, and previous relations with Carleton University;
  - d. The recommendation submitted by the Prime Consultant;
  - e. The type of project;
  - f. The business location of the Contractor. The University may favour local contractors for certain types and sizes of projects.
3. The size of the project shall determine the limits of the short list of Contractors as follows:
  - o Contracts estimated at more than \$5,000,000: up to 9 Contractors, but not fewer than 6.
  - o Contracts estimated at less than \$5,000,000 and more than \$1,500,000: up to 9 Contractors, but not fewer than 5.
  - o Contracts estimated at less than \$1,500,000: up to 9 Contractors, but not fewer than 3.

### **III. Procedures for Tendering and Contract Award**

The procedures for tendering and contract award apply to all new construction, retrofit, alteration and renovation projects.

- a. Drawings and tender documents shall be obtained from the Prime Consultants office in the case of projects to be done by an external Prime Consultant, and from Facilities Management and Planning in those instances where it is an in-house project.
- b. A deposit shall be required from each bidder for each set of Tender Documents obtained. Upon the return of the documents in good condition, a refund of the deposit shall be made.
- c. The bidder shall submit the names of their proposed Sub-Contractors for the approval of Facilities Management and Planning prior to the submission of their formal bids. The University reserves the right to reject any or all of the proposed Sub-Contractors.

- d. Sealed bids for each project shall be received in Facilities Management and Planning and upon receipt, each bid shall be initialed and dated.
- e. The bids shall be opened by the Assistant Vice-President (Facilities Management and Planning) in the presence of bidders, and the Assistant Director (Administrative Services). At this opening, each bidder's name, the value of each bid, the available bonding for each bid, and any other information qualifying a bid shall be announced to the persons present.
- f. All information so read shall be recorded by the Assistant Director (Administrative Services) and signed by the University officers present.
- g. The bids so received shall be reviewed and analyzed by the project's architect/engineer/project manager who shall then send a written report to the Assistant Vice-President (Facilities Management and Planning), recommending the award of the contract to one of the bidders.
- h. The Assistant Vice-President (Facilities Management and Planning) shall review the recommendation, submitting for consideration those projects the cost of construction of which is estimated at over \$5,000,000, which provide new building space to the University, to the Vice-President (Finance and Administration), who shall, following consultation with the President, make a recommendation to the Building Program Committee on the award of the contract to construct the project.
- i. The University retains the right not to accept the lowest, or any bid.

#### **IV. Regulations for the Approval and Control of Capital Projects**

The following regulations shall apply for the approval and control of capital projects for which the estimated cost of construction is higher than \$5,000,000:

- a. Each such project shall be recorded on the authorized Capital Approval and Control document.
- b. The President or his/her delegate shall have the authority to approve all such projects whose total cost or estimated total cost is less than the minima set out above.
- c. For any overrun in excess of 15% of the total approved cost of any project or \$500,000, whichever is less, the Vice-President (Finance and Administration) shall present such overrun to the Board for approval before any expenditure of funds is made to pay for such overrun.
- d. For each project whose total estimated cost exceeds \$5,000,000, the Vice-President (Finance and Administration), following consultation with the President, upon completion of the needs statement and before proceeding to the preliminary design stage, shall present to the Building Program Committee his/her recommendations about: the selection of architects, the selection of a site, the budget for the project, and, the financing of the project, for examination and, if approved by the Building Program Committee, recommendation to the Board.
- e. The Vice-President (Finance and Administration), in respect of each project approved pursuant to the requirements set forth above in (d), shall present to the Building Program Committee:

- the architect's preliminary design,
- the proposed budget for the project, and
- the proposed schedule for the project,

For examination and, if approved by the Building Program Committee, recommendation to the Board.

- f. In respect of each project approved pursuant to the requirements set forth above in (d) and prior to the call for tenders for such projects, the Vice-President (Finance and Administration) shall report to the Committee the results of the preparation of the final working drawings and specifications, including the final cost estimate, and if the Committee is satisfied with the report it shall be accepted that the Vice-President (Finance and Administration) has authority to call the tenders.
- g. In respect of each project approved pursuant to the requirements set forth above in (d) and upon the completion of the call for tenders and prior to the letting of any contract, the Vice-President (Finance and Administration), following consultation with the President, shall report the results of the call and recommend the awarding of a contract for examination by the Committee and, if appropriate, the recommendation of this action to the Board.
- h. It shall be understood that the Executive Committee, within the powers it holds to act for the Board, upon application of the Vice-President (Finance and Administration) in a situation, particularly in the summer time when it may not be possible to hold meetings of the Building Program Committee, and where delay would be harmful to the University, may act in place of the Building Program Committee and the Board in any one of the steps outlined above.
- i. Upon completion of each project an analysis of all transactions associated with the project shall be carried out using the Capital Approval and Control document as a base. Such analysis shall be reported to the Building Program Committee.

**Board of Governors Annual Work Plan  
2016/17 Board Year**

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**COMMUNITY RELATIONS & ADVANCEMENT Committee Work Plan**

<b>Meeting Schedule</b>	<b>Work Plan</b>
July / August	NO MEETING SCHEDULED
October	<b><u>October 11</u></b> <ul style="list-style-type: none"><li>▪ Review committee terms of reference</li><li>▪ Review work plan</li><li>▪ Communications Update</li><li>▪ University Advancement Update</li><li>▪ Student Enrolment Update</li><li>▪ Comprehensive Campaign</li></ul>
November / December	<b><u>November 22</u></b> <ul style="list-style-type: none"><li>▪ Update Review Criteria for Board Award</li><li>▪ Selection of Jury for Board Award</li><li>▪ Comprehensive Campaign Update</li><li>▪ Communications Update</li><li>▪ University Advancement Update</li><li>▪ Student Enrolment Update</li><li>▪ Comprehensive Campaign</li></ul>
January / February	<b><u>January 25</u></b> <ul style="list-style-type: none"><li>▪ Communications Update</li><li>▪ University Advancement Update</li><li>▪ Student Enrolment Update</li><li>▪ Comprehensive Campaign</li></ul>
March / April	NO MEETING SCHEDULED
May / June	<b><u>May 15</u></b> <ul style="list-style-type: none"><li>▪ Communications Update</li><li>▪ University Advancement Update</li><li>▪ Student Enrolment Update</li><li>▪ Comprehensive Campaign</li></ul>

<b>Document Name:</b>	Community Relations and Advancement Committee Terms of Reference
<b>Executive Officer Assigned:</b>	Chief Development Officer
<b>Approval Authority:</b>	Board of Governors (on recommendation from the Community Relations & Advancement and Governance Committees)
<b>Date Document Approved:</b>	December 2016
<b>Mandatory Review Date:</b>	December 2018

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**Mandate:**

The Mandate of the Community Relations and Advancement Committee is to make recommendations to the Board or its Committees respecting the overarching objectives of the committee.

**Key Overarching Objectives**

The overarching objective of the Community Relations and Advancement Committee is to facilitate:

1. Relationship development
  - a. Provide oversight and assist with the development and maintenance of sound internal and external policies that advance relationships within the University (board members, faculty, students), with the community-at-large, and with all levels of governments, the media, and the general public;
  - b. Assist with board engagement;
  - c. Assist in fostering relationships with all levels of government;
2. Reputation Protection and enhancement
  - a. Offer advice and assistance in matters pertaining to alumni affairs;
  - b. Make recommendations and provide assistance with communication strategies, including issues management;
  - c. Participate in outreach programs locally in the National Capital Region (Ottawa/Ontario)
  - d. Participate, where reasonably practical, in outreach programs beyond the National Capital Region, organized by the President or the Chief Development Officer.
3. Revenue generation
  - a. Provide oversight and assist on all policy matters relating to fundraising for any purpose;

- b. Encourage, facilitate and assist, on a confidential basis, individuals to consider philanthropic gifts to the University.

### **Committee's Scope:**

1. Make recommendations to the Board or its Committees on:
  - a. All issues defined under its objectives;
  - b. Any other related matters referred to it by the Board.
2. Serve as an additional entry point for individuals or constituencies to make representations on issues appropriate for the Board's consideration.
  - a. Presentations may be made by students-at-large, staff, faculty, organized community representatives and members.
  - b. The Committee may hold public meetings when it believes it would be appropriate.
3. Submit its recommendations for consideration to other Committees of the Board or to the Executive, as appropriate.
  - a. The Committee would seek guidance from the University Secretary to ensure that items intended for a Committee's agenda are in keeping with its terms of reference and are not in conflict with the responsibilities or mandates of other Board Committees, the Board and the Senate.
4. Receive regular reports related to Student Support Services, Communications, and Advancement portfolios.

### **Membership**

The Committee shall be composed of appropriate representation from all constituencies. The Committee may also appoint up to four members (who are not otherwise members of the Board of Governors) for specific purposes on the recommendation of the Executive Committee acting in turn on the advice of the committee chair.

### **Quorum**

Quorum for meetings shall consist of one-half the number of members of the committee plus one, present in person, by teleconference or by videoconference, at least one of whom must be the chair or vice-chair of the committee.

### **Revisions and Approvals:**

- 97<sup>th</sup> Meeting, Sept. 28/15 - deferred formal review until completion of By-law review in Spring 2016



**Document Name:** Executive Committee - Terms of Reference

**Executive Officer Assigned:** The President

**Approval Authority:** Board of Governors (on recommendation from Executive and Governance Committees)

**Date Document Approved:** September 201x

**Mandatory Review Date:** September 201x

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## **COMMITTEE'S ROLE - OVERVIEW**

The Executive Committee is established as a standing committee of the Board of Governors by the General Bylaws of the University<sup>1</sup>. The primary role of the Executive Committee is the exercise of any or all of the powers of the Board between meetings of the Board, the consideration of matters to be brought before the Board, setting the Board agenda, and the exercise of Board delegated authority on the matters described in these Terms of Reference.

## **COMMITTEE RESPONSIBILITIES**

### **1. Power of Decision Between Board Meetings**

The Executive Committee shall have power at any time between meetings of the Board to exercise any or all of the powers of the Board and shall submit Minutes of its meetings to the Board at the next Board meeting<sup>2</sup>.

### **2. Delegated Powers**

The Executive Committee has been delegated the Board's powers in respect of the following matters:

#### **a. Labour Relations:**

- a. Mandates and settlements arising from labour negotiations;
- b. Ratification of a Memorandum of Agreement to a labour contract;

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<sup>1</sup> General Bylaws, Section VIII – Executive Committees of the Board, Section 8.01

<sup>2</sup> General Bylaws, Section VIII – Executive Committees of the Board, Section 8.01(c)

- c. Receive reports of pending rights arbitrations or the results of such arbitrations;
  - d. Consider such other labour relations matters as are presented to the Committee by the President, from time to time, and;
  - e. Develop and approve the process and procedures related to the matters described in sections a through c above, as reflected in Appendix 2 hereto.
- b. Non-Unionized Employees:**
- a. Examine compensation for, and terms and conditions of work for, employees excluded from bargaining units and not included in the terms of reference of the Executive Compensation Subcommittee;
  - b. Consider such other matters affecting non-unionized employees as are presented to the Committee by the President, from time to time.
  - c. Establish, set terms of reference for, and oversee the Executive Compensation Subcommittee.
- c. Pension Matters:**
- a. Examine recommendations from the Pension Committee and make such recommendations to the Board as deemed appropriate.
- d. Board Committees:**
- a. Appointment of Board members to any of the standing or *ad hoc* committees of the Board of Governors;
  - b. Review proposals from Senior Administration or Governance Committee for additional standing or ad hoc committees that may be required from time to time.
- e. General:**
- a. Receive reports, for information, from the President on Appointments and Leaves, and;
  - b. Exercise such other delegated authority as is bestowed on the Committee by the Board.

## **PROCEDURES OF THE BOARD**

The Executive Committee in exercising the powers described in these Terms of Reference is governed by the regulations and practices contained in the General Bylaws.

## **MEMBERSHIP**

The Committee shall be composed of the Chancellor, the President, the Chair of the Board, the Vice-Chair of the Board, The Past Chair of the Board, either the Chair or Vice-Chair of each of

the standing committees of the Board and such other persons as the Board may from time to time appoint<sup>3</sup>.

## **QUORUM**

A quorum for meetings of the Executive Committee shall consist of one-half the number of members of the Executive Committee plus one, present in person, by teleconference, or by videoconference, at least one of whom shall be the Chancellor, President or the Chair of the Board<sup>4</sup>.

## **Revisions and Approvals:**

- 689<sup>th</sup> Meeting, Sept. 22/15 – approved date change; deferred formal review until completion of By-law review in Spring 2016

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<sup>3</sup> Section 8.01(a) of the General Bylaws provides that the Committee shall be composed of the Chancellor, the President, the Chair of the Board, the Vice-Chair of the Board, either the Chair or Vice-Chair of standing committees and such other persons as the Board from time to time may appoint.

<sup>4</sup> General Bylaws, Section 8.01(b)

**Board of Governors Annual Work Plan  
2016/17 Board Year**

**EXECUTIVE Committee Work Plan**

<b>Meeting Schedule</b>	<b>Work Plan</b>
August	<p><b><u>August 30</u></b></p> <ul style="list-style-type: none"> <li>▪ Review final orientation schedule</li> <li>▪ Discuss changes to meeting formats, possible new committee</li> <li>▪ Set President's Goals and Objectives for 16/17</li> </ul>
September / October	<p><b><u>September 20</u></b></p> <ul style="list-style-type: none"> <li>▪ <b>For Information and Discussion:</b> <ul style="list-style-type: none"> <li>○ Executive Committee Terms of Reference</li> <li>○ Review Work Plan</li> <li>○ Retreat planning</li> <li>○ Report from the Chair</li> <li>○ Report from the President</li> <li>○ Committee Reports</li> </ul> </li> <li>▪ <b>Approve:</b> <ul style="list-style-type: none"> <li>○ Board Agenda and supporting documents</li> <li>○ Audited Financial Statements for year ended April 30/16 and Audit Finding Report</li> </ul> </li> </ul> <p><b><u>October 11</u></b></p> <ul style="list-style-type: none"> <li>▪ <b>For Information and Discussion:</b> <ul style="list-style-type: none"> <li>○ Final agenda for retreat</li> <li>○ Current collective bargaining activity</li> <li>○ Report from the Chair</li> <li>○ Report from the President</li> <li>○ Committee Reports</li> </ul> </li> <li>▪ <b>Approve:</b> <ul style="list-style-type: none"> <li>○ Faculty appointments and leaves</li> </ul> </li> </ul>
November / December	<p><b><u>November 22</u></b></p> <ul style="list-style-type: none"> <li>▪ <b>For Information and Discussion:</b> <ul style="list-style-type: none"> <li>○ Faculty appointments and leaves</li> <li>○ Results of Board Retreat</li> <li>○ Report from the Chair</li> <li>○ Report from the President</li> <li>○ Committee Reports</li> <li>○ Updated Committee Work Plan</li> </ul> </li> <li>▪ <b>Approve:</b> <ul style="list-style-type: none"> <li>○ Board Agenda and supporting documents</li> </ul> </li> </ul>

**Board of Governors Annual Work Plan  
2016/17 Board Year**

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January / February	<p><b><u>January 25</u></b></p> <ul style="list-style-type: none"><li>▪ <b>For Information and Discussion:</b><ul style="list-style-type: none"><li>○ Faculty appointments and leaves</li><li>○ Report from the Chair</li><li>○ Report from the President</li><li>○ Committee Reports</li><li>○ Updated Committee Work Plan</li></ul></li><li>▪ <b>Approve:</b><ul style="list-style-type: none"><li>○ Board Agenda and supporting documents</li></ul></li></ul>
March / April	<p><b><u>March 13</u></b></p> <ul style="list-style-type: none"><li>▪ <b>For Information and Discussion:</b><ul style="list-style-type: none"><li>○ Faculty appointments and leaves</li><li>○ Report from the Chair</li><li>○ Report from the President</li><li>○ Committee Reports</li><li>○ Updated Committee Work Plan</li><li>○ Review DRAFT President’s Assessment Questionnaire</li></ul></li><li>▪ <b>Approve:</b><ul style="list-style-type: none"><li>○ Board Agenda and supporting documents which will likely include:<ul style="list-style-type: none"><li>▪ Recommendation from CR&amp;A for Board Award recipient</li><li>▪ Internal Audit Reports</li><li>▪ Proposed Audit Plan and Letter of Engagement from Auditors</li><li>▪ Audited Financial Statements for the Pension Fund and Report for year ended June 30, 2015</li><li>▪ 2016/17 Proposed Ancillary Budget</li></ul></li></ul></li></ul> <p><b><u>April 12</u></b></p> <ul style="list-style-type: none"><li>▪ <b>For Information and Discussion:</b><ul style="list-style-type: none"><li>○ Faculty appointments and leaves</li><li>○ Report from the Chair</li><li>○ Report from the President</li><li>○ Committee Reports</li><li>○ Updated Committee Work Plan</li><li>○ Compensation of Exempt staff</li><li>○ Compensation of senior administration (if applicable)</li></ul></li><li>▪ <b>Approve:</b><ul style="list-style-type: none"><li>○ Board Agenda and supporting documents which will likely include:<ul style="list-style-type: none"><li>▪ 16/17 Risk Assessment Report</li><li>▪ 2017/18 Proposed Student Fees</li></ul></li></ul></li></ul>

**Board of Governors Annual Work Plan  
2016/17 Board Year**

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	<ul style="list-style-type: none"><li>▪ 2017/18 Proposed Operating Budget</li><li>▪ Investment Report</li></ul>
May / June	<p><b><u>May 15</u></b></p> <p><b>For Information and Discussion:</b></p> <ul style="list-style-type: none"><li>○ Faculty appointments and leaves</li><li>○ Report from the Chair</li><li>○ Report from the President</li><li>○ Committee Reports</li><li>○ Updated Committee Work Plan</li><li>○ Results of President’s Assessment Questionnaire</li><li>○ Results of Board Questionnaire</li><li>○ Establish Search Committee(s) if needed</li><li>○ Final version of President’s Assessment Questionnaire</li></ul> <p><b>Approve:</b></p> <ul style="list-style-type: none"><li>○ Recommendations from Nominating Committee for membership and signing officers for 17/18</li></ul> <p><b><u>June 19</u></b></p> <p><b>For Information and Discussion:</b></p> <ul style="list-style-type: none"><li>○ Faculty appointments and leaves</li><li>○ Report from the Chair</li><li>○ Report from the President</li><li>○ Committee Reports</li><li>○ Updated Committee Work Plan</li></ul> <p><b>Approve:</b></p> <ul style="list-style-type: none"><li>○ Board Agenda and supporting documents</li><li>○</li></ul>

**Board of Governors Annual Work Plan  
2016/17 Board Year**

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**FINANCE Committee Work Plan**

Meeting Schedule	Work Plan
July / August	NO MEETING SCHEDULED
September / October	<p><b><u>September 20</u></b></p> <ul style="list-style-type: none"> <li>▪ Review committee terms of reference</li> <li>▪ Review work plan</li> <li>▪ Review financial reports for 2015/16 Fiscal year</li> <li>▪ Update on the 2016/17 Operating Budget</li> <li>▪ Insurance Report</li> </ul>
November / December	<p><b><u>November 15</u></b></p> <ul style="list-style-type: none"> <li>▪ Framework for the 17/18 Operating Budget</li> <li>▪ Endowment Report</li> <li>▪ Strategic Investment Fund</li> <li>▪ Updates on Proposed Building Projects               <ul style="list-style-type: none"> <li>○ Residence Building</li> <li>○ Business Building</li> <li>○ Concert Hall</li> </ul> </li> </ul>
January / February	NO MEETING SCHEDULED
March / April	<p><b><u>March 8</u></b></p> <ul style="list-style-type: none"> <li>▪ Presentation and approval of 2017/18 Ancillary Budget</li> <li>▪ 2016/17 Operating Budget update</li> <li>▪ Investment Report</li> <li>▪ Approval of 2017/18 Tuition Fees</li> </ul> <p><b><u>April 12</u></b></p> <ul style="list-style-type: none"> <li>▪ Presentation and approval of 2017/18 Operating Budget</li> <li>▪ Presentation and approval of 2017/18 Student Association Fees</li> <li>▪ Statement of Investment Policies and Procedures for the Retirement Fund</li> <li>▪ Update on Deferred Maintenance Projects and Capital Renewal</li> </ul>
May / June	NO MEETING SCHEDULED



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<b>Document Name:</b>	Finance Committee - Terms of Reference
<b>Executive Officer Assigned:</b>	Vice-President (Finance and Administration)
<b>Approval Authority:</b>	Board of Governors (on recommendation from Finance, Governance and Executive Committees)
<b>Date Document Approved:</b>	December 2016
<b>Mandatory Review Date:</b>	December 2018

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### **Committee's Role - Overview**

The Finance Committee shall oversee the financial framework and management of the University.

### **Financial Planning**

In support of its mandate to oversee financial planning, the Committee will perform the following functions annually:

- Review and recommend to the Board, the budget plan for the University's operating and ancillary income and expenses, including any operating debt repayment required.
- Review and provide comments to the administration on the major assumptions inherent in the budget plan relating to government operating grants, tuition fees, enrolment and inflationary costs.
- Review and recommend to the Board approval of tuition fee and ancillary charges.
- Review, assess and make recommendations to the Board relating to the current level of private funding and projections for the future.
- Review and, if appropriate, approve the extent and nature of external borrowing for capital and/or operating needs.
- Receive and review a report on the Pension Plan, including a review of surpluses, deficits, and potential liabilities.

- Receive and review a report on scope and sufficiency of insurance coverage.

In support of its mandate to oversee financial planning, the Committee will perform the following functions:

- As required, review and approve the financing proposed for new construction projects with a dollar value over five million.
- Twice per year, or upon request, receive and review reports on the performance of endowed funds from the Endowment Investment Committee.

### **Other**

The Finance Committee has specific responsibilities relating to reporting requirements and membership of the Endowment Investment Committee:

The Committee shall receive reports from the Endowment Investment Committee annually or upon request. In addition, the Committee, undertakes the following:

- Upon recommendation of the President, appoint a Dean to the Endowment Investment Committee.
- Upon recommendation of the Endowment Investment Committee, appoint two or more additional members with a relevant professional background.
- Upon recommendation of the Endowment Investment Committee, approve the renewal of membership term, excluding those *ex officio*.

Review no less than every two years, the Committee's mandate, and recommend changes to the Governance Committee, Executive Committee, and Board, as necessary.

Perform such functions as may periodically be assigned to the Committee by the Board of Governors.

### **Membership, Qualifications, and Composition**

The Committee shall be comprised of up to eleven (11) members appointed by the Board, including the Chair and Vice-Chair of the Committee.

The following shall be *ex-officio* members of the Committee: the Chancellor, the Board Chair, the Board Vice-Chair, and the President and Vice Chancellor.

All Committee members shall be financially literate in that they shall have the ability to read and understand financial statements of a complexity comparable to the financial statements of the University.

### **Quorum**

Quorum for meetings shall consist of one-half the number of members of the committee plus one, present in person, by teleconference or by videoconference, at least one of whom must be the chair or vice-chair of the committee.

**Revisions and Approvals:**

- 281<sup>st</sup> Meeting, Sept. 15/15 - deferred formal review until completion of By-law review in Spring 2016

**Board of Governors Annual Work Plan  
2016/17 Board Year**

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**GOVERNANCE Committee Work Plan**

<b>Meeting Schedule</b>	<b>Work Plan</b>
July / August	NO MEETING SCHEDULED
October	<p><b><u>October 5</u></b></p> <ul style="list-style-type: none"><li>▪ Review work plan</li><li>▪ Update on NFP legislation/regulations</li><li>▪ Creation of a Policy for the use of the University Seal</li><li>▪ Creation of a process for the annual review of the President’s Performance Review (this item is outstanding business noted from the 2014/15 Board year).</li><li>▪ Update on proposed changes to governance documents in new Bylaws from Senate</li><li>▪ Mandatory review of Terms of Reference (see also Item 5f)</li><li>▪ Update on research related to the review of Article 6.05 by Secretariat regarding participation at meetings by telephone and electronic means</li><li>▪ Consideration of Consent to Act as governor documents.</li></ul>
January	<p><b><u>January 16</u></b></p> <ul style="list-style-type: none"><li>▪ Consideration of Board Nominating Policy</li><li>▪ Mandatory review of Appointment Guidelines for all positions</li><li>▪ Consideration of reconstituting the Talent Management Committee</li><li>▪ Review 2015/16 Board Self-Assessment to determine if there is any feedback regarding professional development concerns and/or needs by members.</li></ul>
May	<p><b><u>May 10</u></b></p> <ul style="list-style-type: none"><li>▪ Approve Board Assessment for updates and distribution</li><li>▪ Approve President’s Assessment for updates and distribution</li></ul>



**Canada's Capital University**

<b>Document Name:</b>	Governance Committee - Terms of Reference
<b>Executive Officer Assigned:</b>	University Secretary & General Counsel
<b>Approval Authority:</b>	Board of Governors (on recommendation from the Governance Committee)
<b>Date Document Approved:</b>	Demember 2016
<b>Mandatory Review Date:</b>	December 2018

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### **Committee's Role - Overview**

The Governance Committee of the Board of Governors of Carleton University is a standing committee of the Board constituted to oversee and advise the Board with respect to the governance of the University.

It is the responsibility of the Committee to:

- Scrutinize the University's governance model periodically to ensure consistency with the objects and purposes of the University as stated in the Carleton University Act (the "Act") and compliance with applicable legislation;
- Review the governance practices of the University to ensure that the principles of transparency, accountability, inclusiveness and effectiveness are respected at all levels of University governance, and make recommendations to the appropriate governing body for change when appropriate;
- Periodically review the constating instruments of each of the University, the Board and the various Board committees, including without limitation the Act, bylaws, procedures of the Board, committee mandates and procedures, and relevant University policies, and make recommendations to the appropriate governing body for development and change when appropriate;
- Develop, recommend to the Board and monitor the application of the Code of Conduct for Board members;

- Develop, implement and monitor the effectiveness of an orientation and training programme for members of the Board;
- Periodically review protocols and appointment guidelines for the establishment of search committees for Chancellor, President, Vice-Presidents, and other senior administrative positions in the University, and make recommendations for change when appropriate; and
- Perform such other functions as may from time to time be assigned to the Committee by the Board.

### **Composition of Committee**

The Committee shall be composed of the following:

Chancellor

Chair of the Board

Vice-Chair of the Board

President

Members of the Board appointed to the Committee by the Board -

- Not less than two nor more than three representatives of the community
- One Alumni representative
- One student representative, whether graduate or undergraduate
- One representative from the academic and library staff
- One representative from University staff who is not a member of the academic or library staff

A Chair and Vice-Chair of the Committee shall be named from among members of the Committee who are not otherwise chairs or vice-chairs of standing committees of the Board and who are eligible to serve as members of the Executive Committee of the Board.

The University Secretary shall serve as the non-voting executive officer for the Committee.

All members of the Committee shall serve one year terms on the Committee.

### **Quorum**

Quorum for meetings shall consist of one-half the number of members of the committee plus one, present in person, by teleconference or by videoconference, at least one of whom must be the chair or vice-chair of the committee.

### **Revisions and Approvals:**

- 26<sup>th</sup> Governance Meeting, Nov. 17/15, approved date change; deferred formal review until completion of By-law review in Spring 2016

**Board of Governors Annual Work Plan  
2016/17 Board Year**

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**NOMINATING Committee Work Plan**

<b>Meeting Schedule</b>	<b>Work Plan</b>
July / August	NO MEETING SCHEDULED
September / October	NO MEETING SCHEDULED
November / December	<b><u>November 16</u></b> <ul style="list-style-type: none"><li>▪ Review work plan</li><li>▪ Review committee terms of reference</li><li>▪ Succession planning for 17/18 and three years out</li><li>▪ Skills gap analysis</li></ul>
January / February	<b><u>February 15</u></b> <ul style="list-style-type: none"><li>▪ Review applications for consideration for new CAL members</li></ul>
March / April	NO MEETING SCHEDULED
May / June	<b><u>May 31</u></b> <ul style="list-style-type: none"><li>▪ Updates on appointments to the Board for 17/18</li></ul>



**Canada's Capital University**

<b>Document Name:</b>	Nominating Committee - Terms of Reference
<b>Executive Officer Assigned:</b>	The President
<b>Approval Authority:</b>	Board of Governors (on recommendation from the Nominating and Governance Committees)
<b>Date Document Approved:</b>	December 2016
<b>Mandatory Review Date:</b>	December 2018

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### **Committee's Role - Overview**

- Select the nominees for election of members of the Corporation and to the Board; and
- Select the nominees for election of officers of the Board.

### **Membership**

The composition of the Committee is to be of at least seven members and shall include: the Chancellor, the Chair and Vice-Chair of the Board, the Past Chair, the President, a graduate of the University, and a member of the Board from the Senate.

### **Quorum**

Quorum for meetings shall consist of one-half the number of members of the committee plus one, present in person, by teleconference or by videoconference, at least one of whom must be the chair or vice-chair of the committee.

### **Revisions and Approvals:**

- Nov. 4/15 - deferred formal review until completion of By-law review in Spring 2016

**COMMITTEE:** Full Board

**MEETING:** (599<sup>th</sup>) December 1, 2016

**ORIGINATOR:** University Secretary

**ITEM:** 4.1.3 (Open Consent Agenda)  
Board of Governors Award  
Criteria & Jury Selection

## **I. MATERIAL ATTACHED**

- Final Board Award Criteria.
- Board Award Timeline for 16/17.

## **II. BACKGROUND**

The Board of Governors has established an award entitled *The Carleton University Board of Governors Award for Outstanding Community Achievement*. The award is issued annually to a full-time undergraduate or graduate student, in a graduating class.

The CR&A Committee is responsible for reviewing and approving the Award Criteria, as well as establishing a Jury to review nominations and recommend a recipient.

Presentation of the award takes place at Convocation in either November or June.

At the November 22<sup>nd</sup> meeting of the Community Relations & Advancement Committee, the Committee approved proposed changes to the Board Award Criteria to better clarify the composition of the Board Award Jury. A copy of the final Criteria have been included with this working paper, along with a copy of the Board Award Timeline of activities for the 16/17 year.

In addition, the Committee approved that the following members be on the Jury for the Board Award Selection Committee for the 16/17 year:

<b>Chair or Vice-Chair or designate of the Board as Chair of the Jury</b>	Leslie Watson
<b>Chair or Vice-Chair or designate of the CR&amp;A Committee</b>	Nik Nanos
<b>Faculty:</b>	Elinor Sloan
<b>Staff:</b>	Clair Switzer
<b>Undergraduate Student:</b>	Greg Owens
<b>Graduate Student:</b>	Joanne Ostrajanskiy

## **III. DECISION**

To approve the criteria for the 2016/17 Board of Governors Award and the proposed Jury for the Award.



Canada's Capital University

## 2016/17 Carleton University Board of Governors Award for Outstanding Community Achievement

The Board of Governors has established an annual award entitled "*The Carleton University Board of Governors Award for Outstanding Community Achievement*". This award recognizes the spirit of student volunteerism and substantial community contribution while at Carleton University.

### The Award

The award recognizes voluntary involvement and is intended primarily to honour non-academic work. Nominees/applicants must be successfully pursuing a full-time program of study, in a graduating class at Carleton University and be in Good Academic Standing. Preference will be given to all graduate and undergraduate nominees/applicants with an overall CGPA of 7 (B-) or higher, in a graduating class.

Individuals may be nominated for this award by:

- A member of the external community;
- A member of the faculty/staff;
- A fellow student;
- The student him/herself.

A cash award in the amount of \$2,000 will be awarded to the recipient.

Nominations and applications for the award shall be considered by a jury convened for that purpose.

### Qualification Criteria

The recipient of the award is selected based on the following factors:

1. leadership in and substantial contributions to the Carleton University community while balancing the demands of student life;
2. academic excellence and potential for future personal and professional growth and achievement;
3. exemplary service to Carleton University, fellow students and/or the community-at-large;
4. a spirit of volunteerism and community service demonstrated through active, unpaid involvement in and contributions to the community, while as a student at Carleton University;
5. a record of exceptional commitment and leadership at Carleton University that inspires others to engage in volunteer service.

**All nominations/applications must include:**

1. A statement of no more than 250 words, written by the nominee, describing how their involvement has made a significant difference to social, environmental or philanthropic aspects of the Carleton University community.
2. A resume, no longer than 2 pages in length, that is focused specifically on volunteer experience;
3. Two letters of reference, one of which should be from a supervisor of one of their volunteer activities;
4. The student's full name, student number, mailing and/or email address, and telephone number.

All nominations/applications **must be submitted by email (Governors@carleton.ca) or in person to the University Secretariat, Room 607 Robertson Hall, no later than 4:30pm on February 19<sup>th</sup>, 2016.** The presentation of the award will take place at Convocation.

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**Composition of the Board Award Jury**

- Chair or Vice-Chair or designate of the Board of Governors, as Chair of the Jury
- Chair or Vice-Chair or designate of the CR&A Committee
- One Faculty Representative
- One Staff Representative
- One Undergraduate Student Representative
- One Graduate Student Representative



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*The Carleton University Board of Governors Award for Outstanding Community Achievement*

<b>November 22<sup>nd</sup></b>	Community Relations & Advancement appoints the jury.
<b>January 25<sup>th</sup></b>	Advertisement poster is approved by the Committee.
<b>January 30<sup>th</sup></b>	Board Office issues a Call for Nominations through various internal media, student websites (CUSA, GSA, CSG, RRRRA) and distribution of printed posters. The Board Office will partner with other departments who deal with student awards.
<b>February 28<sup>th</sup></b>	Deadline for receipt of nominations.
<b>March TBD</b>	Jury to review applicants and identify a successful nominee.
<b>May 15<sup>th</sup></b>	Community Relations & Advancement Committee receives the Jury's recommendation.
<b>June 29<sup>th</sup></b>	Board of Governors receives a report from CR&A on the recommended recipient.
<b>November</b>	Presentation of Award –Fall Convocation



**Carleton**  
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Carleton University  
Ottawa, Canada

Senate

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**Senate Appointments**  
**October 26, 2016**

It was **MOVED** (D. Russell, J. Paulson) that Senate approve and recommend to the Board of Governors that Jack Coghill be appointed to Senate as a Special Representative for the term of 2016-19.

The motion **PASSED UNANIMOUSLY.**

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Mr. (John) Jack R. Coghill has a B. Mus from Carleton. He is a full-time IT/Multimedia Technician in the School for Studies in Art and Culture. He is also our resident piper.

<b>Policy Name:</b>	Board of Governors Emeritus Policy
<b>Originating/Responsible Department:</b>	University Secretariat
<b>Approval Authority:</b>	Board of Governors
<b>Date of Original Policy:</b>	November 201 <del>X</del> <sup>4</sup>
<b>Last Updated:</b>	
<b>Mandatory Revision Date:</b>	November 201 <del>X</del> <sup>6</sup>
<b>Contact:</b>	University Secretariat

**Purpose:**

The designation of Emeritus indicates that an eligible individual is retired and retains the title as an honour. It recognizes exemplary service to Carleton University as President, Chancellor or Chair of the Board.

**Scope:**

This policy applies to Presidents, Chancellors and Board Chairs.

**Policy:**

The Board of Governors, in its sole discretion, may confer the title of “Emeritus” to distinguish former Presidents, Chancellors and Board Chairs who have completed one full term of office for exemplary service to the University.

The Emeritus title is honorific, it does not carry with it any entitlement to authority, rights, privileges or resources.

Presidents, Chancellors and Board Chairs Emeriti are welcome to continue their involvement with Carleton University in a manner to be agreed, but are not obligated to do so.

**Procedure:**

The procedures will be determined by the University Secretariat.

A full list of all individuals holding this rank will be kept in the University Secretariat.

**Links to Related Policies:**

[Honorary and Affiliated Ranks at Carleton University](#)

Chancellors' Professors at Carleton University

<b>Policy Name:</b>	Board of Governors Travel and Related Expenses
<b>Originating/Responsible Department:</b>	University Secretariat
<b>Approval Authority:</b>	Board of Governors
<b>Date of Original Policy:</b>	June 2011
<b>Last Updated:</b>	December 2016
<b>Mandatory Revision Date:</b>	December 2019
<b>Contact:</b>	University Secretariat

**Policy:**

The University shall pay for limited and reasonable expenses incurred by members (“Members”) of the Board of Governors (the “Board”) for Authorized Travel on University business related to the duties and responsibilities of Members as governors. Authorized Travel includes only the following:

1. Travel by Members ordinarily residing outside the greater Ottawa/Gatineau area for the purpose of attending not more than five meetings of the Board or its Committees annually, and/or;
2. Travel by any Member for the purpose of attending specific events as a governor outside the greater Ottawa/Gatineau area, where attendance at such function has been requested by either the President or the Chair of the Board.

Expenditures and accounting for travel shall be made in accordance with University policy as outlined below.

Members are reminded that the University’s budget for travel-related expenses is very limited, and are encouraged to travel as economically as reasonably possible when attending to University business. Members are encouraged to consider forgoing reimbursement of travel expenses and instead treating such expenses incurred as a donation to Carleton University. A tax receipt will be provided in the event that a Member elects to fund his/her own travel as a donation to the University.

**Purpose**

The purpose of this policy is to set out the conditions under which expenses incurred for authorized travel on University business by Members will be reimbursed.

**Scope**

This policy applies to travel and related expenses incurred by Members while on Authorized Travel as described in the section **Policy** above. Subject to the limitations described in the section **Policy** above, Members shall be entitled to claim reimbursement as follows:

**1.0 General**

- 1.1 When making travel arrangements, “value for money” considerations must be paramount. Careful consideration of costs, mode of travel, travelling time and convenience will realize the most economical and effective use of all resources.
- 1.2 Expenses of a personal nature will not be reimbursed.

- 1.3 Travel expenses paid by the University may not be used by the claimant for a claim at any other organization
- 1.4 Rates and allowances referred to in this policy should be regarded as maximum guidelines.

## **2.0 Transportation Expenses**

- 2.1 Airfare
  - 2.1.1 Air travel must be claimed at the lowest rate available, not to exceed full economy fare. Seat reservation charges may be claimed at the lowest rate available.
- 2.2 Rail Transportation
  - 2.2.1 The maximum amount to be reimbursed for rail transportation is full fare economy, with the exception of travel within the Ottawa-Toronto-Montreal corridor. VIA1 fares or other first class fares for rail travel between these destinations will be reimbursed.
- 2.3 Automobile Transportation
  - 2.3.1 Use of private automobiles should be limited to those trips where no suitable public transportation is available or where a private automobile is more economical considering all costs, time availability, itinerary, etc.
  - 2.3.2 When a private automobile is used strictly for personal convenience, reimbursement shall be limited to the lesser of mileage claimed or the equivalent of economy airfare.
  - 2.3.3 Mileage rates are paid according to the National Joint Council and are subject to change without notice
  - 2.3.4 Where a private automobile is used and mileage is claimed, only one person may claim the mileage. Passengers in the automobile may not claim mileage or the cost of equivalent public transportation.
- 2.4 Local Transportation
  - 2.4.1 Local fares for work related appointments/events within the Ottawa-Carleton-Outaouais region are allowable expenses.
  - 2.4.2 Off-campus parking expenses are allowable expenses. A receipt is required for lot parking but no for metered parking.
- 2.5 Insurance
  - 2.5.1 Medical Insurance  
Expenditures for travel insurance to cover medical expenses incurred in a foreign country will be reimbursed.
  - 2.5.2 Trip Cancellation, Lost Luggage Insurance  
Trip cancellation and/or lost luggage insurance may be purchased, unless such insurance is provided by the credit card used.

### 2.5.3 Automobile Insurance

Rented Vehicle: In order to be covered under the University's insurance policy, it is imperative that Carleton University be named as the renter on the rental agreement. The University's insurance policy provides for coverage in the event of physical damage to the rental vehicle and bodily injury to another person.

Use of a personal vehicle: The owners insurance provides the primary insurance coverage. As such it is strongly recommended that \$2m in third party liability coverage be obtained.

Notwithstanding the limitations described in the section **Policy** above, all Members shall be entitled to reasonable parking fees incurred by the Board Member while on University business. Lot parking requires a receipt to evidence payment; metered parking does not.

## 3.0 Accommodation, Meal Expenses and Other Costs

### 3.1 Accommodation

Cost of hotels, motels, and other lodging will be limited to reasonable amounts in the particular circumstance and normally will not exceed the single occupancy rate. The University requests that, where possible, travelers in Canada stay at hotels which provide a preferred rate to Universities.

3.1.1 When private accommodation is provided without charge, a gift of appreciation other than cash to the host may be appropriate. The maximum value of such a gift is \$50 per day. The original receipt must be provided.

### 3.2 Meals

3.2.1 Reasonable actual meal costs must be supported by original vouchers detailed receipts (credit card receipts and/or statements are not sufficient).

3.2.2 Alcoholic beverages are considered acceptable expenditures where consumption is nominal or moderate; and permitted under the terms of the funding agency.

### 3.3 Other Reasonable Expenses

3.3.1 The University will reimburse for other reasonable expenses such as hotel gratuities paid in cash or laundry/dry cleaning on extended trips.

## 4.0 Prepaid Travel (Advance)

4.1 Board members may be reimbursed for prepaid travel. The prepaid travel expenses must be submitted 21 days or more prior to the return date of the trip.

4.2 Travel advances for board members will be paid in Canadian dollars.

## 5.0 Approvals and Responsibilities

- 5.1 All board members seeking reimbursement must complete a traveler declaration form giving permission for the Board Office to complete a travel and expense reimbursement on their behalf.
- 5.2 The University Secretariat staff shall prepare claims for reimbursement of expenses for the approval of the Board Member. All claims are subject to review and approval by the University Secretary.

#### **6.0 Procedures (Travel Expense Claims):**

University Secretariat staff and Board Members are required to adhere to the following guidelines:

1. Members are required to submit to the Board Office a Traveler Declaration form and include all original documents, receipts and boarding passes when requesting reimbursement for travel related expenses in accordance with this policy.
2. Claims for air and rail fares must be supported by the passenger's copy of the ticket (red stub) or electronic ticket(s) accompanied by boarding passes and/or other proof of completed travel. An invoice from a travel agency is insufficient as supporting documentation.
3. When hotels are booked and paid for on the Internet, a hotel receipt confirming use of accommodation is required, together with a copy of the web booking.
4. Credit card sales slips may be used to support claims for gas used for rental cars.
5. Original paid receipts or vouchers are required for all expenses being claimed except for mileage claims, parking meters, and gratuities paid in cash.
6. Credit card statements, cancelled cheques, and travel agency statements alone are not acceptable as proof of expense.
7. Should a Board Member misplace any document required under this Policy, he/she will be required to substantiate the expense using a fully executed Certificate of Missing Documentation form.
8. Following the appropriate approvals, and subject to the limitations imposed by this policy, reimbursement will be made by cheque in an amount equivalent to the actual expenses incurred. All expenses must be listed on the Travel Expense Report in the currency used for the actual expenditure. For reimbursement where the original purchase was not made in Canadian funds, the exchange rate used for conversion must equal the Member's actual cost of obtaining foreign funds.

#### **Contacts:**

University Secretary

#### **Links to Related Policies:**

Travel and Related Expenses

**Minutes of the 146<sup>th</sup> Meeting of the  
Building Program Committee**

**Thursday, May 3, 2016 at 4:00 p.m.  
Room 2440R, River Building**

<b>Present:</b>	Mr. B. Hobin, Chair	Mr. J. Durrell
	Mr. D. Craig, Vice-Chair	Mr. T. Tattersfield (phone)
	Dr. R. O'Reilly Runte	Mr. A. Ullett
	Dr. F. Afagh	Ms. L. Watson
	Mr. F. Alhattab	Mr. B. Wener
<b>Regrets:</b>	Ms. S. Blanchard	Ms. G. Courtland
	Dr. C. Carruthers	Dr. N. Rajapakse
<b>Staff:</b>	Mr. D. Boyce	Dr. P. Ricketts
	Mr. S. Levitt	Mr. D. Watt
	Ms. K. Hutchence	

**1. CALL TO ORDER AND CHAIRMAN'S REMARKS**

The meeting was called to order at 4:06 p.m. The Chair stated that representatives from the firm, Brook McIlroy, were scheduled to join the meeting to present the Campus Master Plan however due to a scheduling conflict, they will not be available to attend. Mr. Boyce will make the presentation on their behalf.

**2. DECLARATION OF CONFLICT OF INTEREST**

The Chair asked if anyone on the committee felt the need to declare a conflict of interest regarding any of the items on the agenda. There were no declarations.

**3. APPROVAL OF AGENDA**

It was moved by Mr. Craig and seconded by Mr. Tattersfield that the agenda be approved. The motion carried.

**4. APPROVAL OF THE MINUTES AND BUSINESS ARISING**

Minutes of the 145<sup>th</sup> meeting were circulated prior to the meeting. It was moved by Dr. Afagh and seconded by Mr. Ullett that the minutes be approved, as presented. The motion carried.

A request was made to distribute meeting materials sooner. Mr. Watt stated that materials were circulated as they became available for this meeting and indicated they will try to provide more time for committee members to review materials for future meetings. The members agreed that moving forward, draft minutes should be distributed to all members as soon as they are completed, so that there is ample time to address action items.

## **5. ITEMS FOR APPROVAL**

### **5.1 Master Plan Review and Recommendation**

Mr. Boyce presented the Campus Master Plan on behalf of the consultants, noting that all of the fundamental principles from the last plan were integrated into this one. The plan was discussed in the light of infrastructure needs, urban design, connectivity, access to Bronson and the canal and a five-year cycle of review.

It was moved by Mr. Durrell and seconded by Dr. Runte that the Master Plan be approved. The motion carried.

### **5.2 Consultant Selection: Business School**

Mr. Watt noted that while the Board had previously approved engaging a design team, not to exceed the cost of \$2.2M, for the Business School, he has recently learned that the project does not meet the criteria of the federal infrastructure program, which requires work to be undertaken in the period May 9, 2016 to April 30, 2018. It will cost \$400K to complete the schematic design that will be completed in October. Mr. Watt reported that enrolment to the Business School is currently up and if this trend continues, then completing the design of the new school would be reasonable. It was suggested that this item be added to the Building Committee Work Plan for fall 2016, after the deadline for enrolments, to determine if the work should continue beyond the schematic design phase.

Mr. Hobin indicated that the selection committee, which met on May 2<sup>nd</sup> made a unanimous recommendation to proceed with the design team of Hariri Pontarini and Norr.

It was moved by Ms. Watson and seconded by Dr. Runte that the appointment of the Design Team, according to the documents provided, for the new School of Business Building, be approved. The motion carried.

### **5.3 Health and Safety Report**

The report was distributed before the meeting. Mr. Boyce stated that we have the best compliance rate across all Ontario universities for online health and safety compliance, at a very strong 95% for permanent faculty and staff). It was suggested that future reports should have a visual benchmark of green, yellow, or red to make it clear for external users to identify what items are doing well, tracking, or concerning. The Chair noted that that there were two issues that are nationwide and pose a public relations challenge: sexual violence and asbestos. Mr. Boyce stated that the internal audit recommended a

structured prioritization system for monitoring asbestos and mold. Dr. Runte stated that the province requires a stand-alone sexual violence policy and the university is currently working on this.

It was moved by Mr. Durrell and seconded by Mr. Tattersfield that the Environment Health and Safety annual report be approved. The motion carried.

## **6. ITEMS FOR INFORMATION**

### **6.1 Major Capital Projects for 2016-2017**

Materials were circulated prior to the meeting. Mr. Werner stated it would be appropriate for the Committee to receive a 5 year capital plan that would identify all planned major renewal projects. Mr. Watt indicated that this would be provided at the 2016 fall meeting. The members agreed that the \$14M allocation for deferred maintenance requires careful and on-going review.

### **6.2 Federal Infrastructure Update**

Mr. Watt noted stated that in February the federal government announced \$2B for funding infrastructure projects. To be eligible, work must be undertaken between May 9, 2016 and April 30, 2018. The government will announce the successful proposals by June 30, 2016. The federal government will ask the provincial government to help identify priority projects and administer the funds. The province is asking the federal government for \$765M and that 2/3 should be for universities and 1/3 for colleges. Under the Ontario government proposed allocation Carleton would be eligible for approximately \$24M. The government will also publicly promote the successful projects. The university will be proposing a \$50M project - facilities renewal program (deferred maintenance of \$20M) and a renewal and expansion of LSRB facility to support research, innovation, and entrepreneurship (\$30M). The proposed source of funding is \$24M from federal government, \$4M from the provincial government, \$11M from Carleton's deferred maintenance budget, and \$11M from Carleton's Capital Reserve Fund. The proposal will be submitted prior to the government deadline.

## **7. OTHER BUSINESS**

The Chair shared that the History Department suggested that a campus building be recognized as a heritage building. Mr. Watt replied that the next version of the Master Plan will include a comment to address this. A request was made that the next agenda include due diligence on sole source contracts. Mr. Watt indicated that a report would be provided at the next Executive Committee.

## **8. ADJOURNMENT**

It was moved by Mr. Hobin and seconded by Dr. Runte that the meeting adjourn at 6:00 p.m. The motion carried.

**Minutes of the 100<sup>th</sup> Meeting of the Community Relations  
and Advancement Committee**

**Tuesday, October 11<sup>th</sup>, 2016  
Room 2440R, River Building**

<b>Present:</b>	Ms. L. Daly, Chair Mr. N. Nanos, Vice-Chair Dr. R. O'Reilly Runte Dr. C. Carruthers Mr. D. Fortin (phone)	Ms. J. Ostrajanskiy Mr. G. Owens Dr. E. Sloan Ms. C. Switzer
<b>Staff:</b>	Ms. S. Blanchard Ms. J. Conley Mr. D. Cumming	Ms. A. Goth Ms. K. Hutchence Mr. S. Levitt
<b>Regrets:</b>	Mr. B. Richardson Dr. P. Ricketts	Ms. R. Thompson Mr. M. Wernick
<b>Guest:</b>	Mr. N. Connolly Mr. G. MacDonald (staff) Mr. J. Nordenstrom	Ms. J. Sugar (staff) Mrs. J. Teron

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**1. CALL TO ORDER AND CHAIRMAN'S REMARKS**

The meeting was called to order at 1:31 p.m. The Chair stated that this committee will focus on Carleton's relationships with students, faculty, staff, alumni, city and the world. The focus will be on retention, reputation and revenue generation. Members were asked to introduce themselves.

**DECLARATION OF CONFLICT OF INTEREST**

There was none.

**2. APPROVAL OF AGENDA**

It was moved by Mr. Owens and seconded by Dr. Sloan that the agenda be approved. The motion carried.

**3. APPROVAL OF MINUTES**

It was moved by Ms. Switzer and seconded by Dr. Carruthers that the minutes of March 1<sup>st</sup>, 2016, be approved. The motion carried.

#### **4. BUSINESS ARISING**

There was none.

#### **5. ITEMS FOR INFORMATION**

##### a. Department of University Advancement Update

###### i. Revenue, Relationships, Reputation, and Records Plan

Ms. Conley presented a summary of the operational plan for the next 27 months to raise \$100M. A copy was provided to committee members. Mr. Fortin thanked the advancement team and noted that the last third of the campaign goal will require two-thirds of the total effort. Mr. Fortin also expressed concern that the consulting agency recommended a lack of choice on the upcoming mail-out ask. Dr. Runte agreed, as many donors prefer to make one lump donation, rather than a monthly commitment. Mr. Fortin stated that this method may cause relationship damage. Mr. Nanos agreed with this concern and noted that the agency could do that testing. Mr. Nanos also asked if the state of the economy/stock market may have an impact on reaching the campaign targets. Ms. Conley stated that she had not conducted a risk assessment on this option and would provide a more complete response at the next meeting. The Chair encouraged every committee member to contribute to the campaign in whatever way they can.

##### b. Communications Update

###### i. 2016-17 CU75 Reputation Campaign – Update

Mr. Cumming provided a handout of some of the alumni profiles that are visibly displayed around campus for the 2016-17 CU75 reputation campaign. The official launch of this extended publicity campaign is tomorrow (October 12). It includes a website update and full social media component. Mr. Cumming thanked his staff, in particular Beth Gorman and Greg Macdonald, for developing the materials. Mr. Cumming stated that once the campaign ends, the materials will continue with the next phase of the campaign in February-March.

###### ii. Research Reputation – Next Phase of Reputations Planning

Dr. Rajapakse and Mr. Nanos met to discuss Carleton's ongoing strategy. Dr. Rajapakse emphasized that research can be used as a reputation builder for the university. An external consultant was hired to assist with a consultation program and develop a communications action plan. Mr. Cumming presented an overview of the framework and consultation efforts. The results were provided to the committee in the meeting package. Dr. Rajapakse thanked Dr.

Runte for her public promotion of the aerospace engineering program. The marketing is working. Mr. Fortin thanked Mr. Cumming for his efforts.

iii. Issues on the Horizon

Mr. Cumming reported that later this month there will be a campus-wide story prepared about the Board, its role and priorities for the year ahead. The InfoSource Rankings on universities' research performance will be released on October 27<sup>th</sup>. Carleton is expected to move up the ranking from 24<sup>th</sup> to 23<sup>rd</sup> place. The Maclean's annual survey will be published in mid-October. Last year Carleton was ranked fourth overall among fifteen comprehensive schools. In response to a question about obstacles to enhance reputation, Mr. Cumming stated that there are no dedicated funds for international marketing of our research. Additional resources are needed to conduct a national or international campaign.

c. Student Services and Engagement Update

Ms. Blanchard stated that the final enrolment numbers will be available in early November. Currently, we have increased first-year enrolment by nearly 2%. Carleton has increased coop placements by 15% (over 2000 students throughout the year).

i. FITA article

Ms. Blanchard stated that Carleton provides additional services for students with mental health needs. Residence also provides councilors. The manager of student care helps students navigate support services and acquire access to the mental health nurse. The new focus is on issues of resilience and preventative measures. Student engagement will be emphasized during the implementation process. Mental health services are funded by student fees, it is a self-funded ancillary cost. Most of the health professionals are funded from OHIP.

ii. Undergraduate Recruitment Videos

Mr. MacDonald and Mr. Connolly presented a few recent promotional videos that are currently showing at some cinemas in Ottawa and Toronto: [course-trailers](#). They reported that they will also be exerting shorter clips from these for YouTube and radio. The committee was very impressed with these powerful videos.

**6. ITEMS FOR DELIBERATION**

a. Sexual Violence Policy

Ms. Blanchard provided a PowerPoint presentation that was included in the meeting materials.

The committee members participated in a good discussion of the policy.

b. Board Meeting Communications Plan

Mr. Cumming noted that the plan was developed with input of the Board Chair and the President. It provides a quick email story of what happened at the meeting, not actual minutes. The email is sent out at the end of the meeting to about 5500 faculty, staff, and others.

It was moved by Ms. Switzer and seconded by Dr. Sloan that the Community Relations and Advancement Committee approve the Board Meeting Communications Plan as discussed.

Mr. Owens stated that it should also be sent out to all students. Mr. Cumming stated that it was shared with students through twitter. Mr. Connolly will include it in the monthly student newsletter.

c. Board Award Criteria

This item was deferred to the next meeting.

d. Committee Terms of Reference and Work Plan for 2016-2017

This item was deferred to the next meeting.

## **7. OTHER BUSINESS**

There was none.

## **8. ADJOURNMENT**

It was moved by Dr. Runte and seconded by Mr. Owens that the meeting adjourn at 6:00 p.m. The motion carried.



**Carleton**  
UNIVERSITY

**Canada's Capital University**

**Minutes of the 285<sup>th</sup> Meeting of the Finance Committee  
Tuesday, September 20<sup>th</sup>, 2016 at 1:30 p.m.  
Room 2440R, River Building**

**Present:** Mr. B. Wener, Chair  
Ms. D. Armstrong, Vice-Chair  
Dr. R. Runte  
Dr. C. Carruthers  
Mr. N. Nanos  
Ms. C. Gold (phone)  
Mr. J. Nordenstrom  
Ms. C. Switzer  
Dr. F. Afagh

**Staff:** Ms. A. Goth  
Mr. S. Levitt  
Mr. M. Piché  
Ms. S. Blanchard  
Dr. P. Ricketts  
Mr. T. Sullivan  
Mr. T. Lackey  
Ms. A. Marcotte  
Mr. B. Winer

**Guests:** Mr. A. Newman (KPMG)  
Mr. R. Clayton (KPMG)

**Regrets:** Mr. M. Wernick

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**1. CALL TO ORDER AND CHAIRMAN'S REMARKS**

The meeting was called to order at 1:30 p.m.

**2. DECLARATION OF CONFLICT OF INTEREST**

The Chair asked if anyone on the Committee felt the need to declare a conflict of interest regarding any of the items on the agenda. No conflicts were declared.

**3. APPROVAL OF AGENDA**

It was moved by Dr. Afagh and seconded by Dr. Carruthers that the agenda be approved, as presented. The motion carried.

#### **4. APPROVAL OF MINUTES**

##### **4.1 Minutes of the previous meeting**

Minutes of the 284<sup>th</sup> Finance Committee were circulated. It was moved by Dr. Carruthers and seconded by Ms. Armstrong that the minutes be approved, as presented. The motion carried.

#### **5. ITEM(S) FOR DELIBERATION**

##### **5.1 Review of Committee Terms of Reference**

There were minor changes to the Terms of Reference for the Finance Committee to reflect changes in the Board of Governors Bylaws. The document will be finalized with all changes indicated and distributed to the committee.

##### **5.2 Review of Finance Committee Work Plan**

The Work Plan for 2016/2017 Board Year was distributed to the committee for review. The April 14<sup>th</sup> date should be changed to April 12. The document will be finalized with the date change and distributed to the committee.

#### **6. ITEM(S) FOR INFORMATION**

##### **6.1 Review of the Financial Report for 2015/2016 Fiscal Year**

Mr. Piché made a presentation to the Committee. Of particular note, a special pension contribution of \$30 million was made on March 31, 2016 to reduce the solvency deficit. There has been significant growth in the Faculty of Science and in the Faculty of Engineering and Design. There has been a decline in enrolment in the Faculty of Arts but less than the national average. This may be due to the opportunity for all Arts students to have co-op placements. Ancillary operations finished the year with a surplus, from regular operations, of \$1.3 million.

There was a thoughtful discussion about tuition fees, scholarships, ELBA funding and the pension fund.

##### **6.2 Update on 2016/17 Operating Budget**

Ms. Blanchard gave a brief report to the committee. The 2016-17 budget has a projected decrease of 1% in full-time first year students on November 1 2016. Based on current registrations, we are projecting our new first year full-time November 1 number to increase by 1.9%. It is early in the term and we may still have some fluctuations in that number. There are quite a few initiatives to keep students in full-

time studies. The Bachelor of Arts has seen a slight increase likely due to the Communications and Media Studies program which attracted 50 students. Also the historical Bachelor of Arts enrolment did not decrease this academic year. The Sprott School of Business enrolment decreased last year and they are conducting a competitive analysis for Sprott programs specifically. It was noted that Masters and PhD student domestic enrolment has increased.

Mr. Piché gave a verbal report to the committee. The Major Capital Projects are continuing and include: Health Sciences Building, Business School Building, University Centre Addition, ARISE Building, and Cogeneration Facility. The Health Sciences building has the structure complete, exterior cladding underway and will be substantially completed by the end of July 2017. Mr. Piché will check if there is a penalty clause for late completion. The deferred maintenance projects also continue and include: MacOdrum Library, Steacie Building, Herzberg Building, Loeb Building, CTTC Building, Tunnel System, Glengarry House, Mackenzie Energy/Renewal, and Minto Energy/Renewal.

### 6.3 Review of Insurance Report

Mr. Lackey spoke briefly to the Report which was circulated in advance.

It should be noted that the fiscal year for insurance is different from that of the university. The premiums decreased by 2.5%, liability increased and the liability claims doubled from three to six in the last year. CURIE is the claims-based premium application. There was a medium increase in non-CURIE claims. The FTEs and property insurance increased. The Risk Assessment will come forward to the Finance Committee in April 2017. There will be close work between the Communications and IT departments in regards to IT and cyber security.

## **7. IN-CAMERA SESSION**

An in-camera session was held.

## **8. OTHER BUSINESS**

No additional business was raised.

## **9. ADJOURNMENT**

There being no further business, the meeting was adjourned at 2:30 p.m.

**Minutes of the 31<sup>st</sup> Meeting of the Governance Committee  
Monday, May 30<sup>th</sup>, 2016 at 4:00p.m.  
Room 617 Robertson Hall**

<b>Present:</b>	Mr. M. Wernick, Chair Mr. K. Evans, Vice-Chair Dr. C. Carruthers Ms. C. Switzer	Dr. R. O'Reilly Runte Mr. T. Tattersfield Dr. B. Örmeci Mr. D. Andrews
<b>Regrets:</b>	Mr. E. Greenspon	
<b>Staff:</b>	Ms. J. Caldwell Dr. P. Ricketts	Mr. S. Levitt

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**1. CALL TO ORDER AND CHAIR'S REMARKS**

The Chair called the meeting to order at 4:04 p.m.

**2. DECLARATION OF CONFLICT OF INTEREST**

The Chair asked if anyone on the Committee felt the need to declare a conflict of interest regarding any of the items on the agenda. There were none.

**3. APPROVAL OF AGENDA**

Mr. Tattersfield moved, and it was seconded by Mr. Evans, to approve the agenda as presented. It was carried.

**4. APPROVAL OF MINUTES**

Dr. Örmeci moved, and it was seconded by Dr. Runte, to approve the minutes of the 29<sup>th</sup> and 30<sup>th</sup> meetings of the Governance Committee as presented. It was carried.

**5. ITEM(S) FOR DELIBERATION**

5.1 2015/16 Board Assessment

The University Secretary informed the committee that when the meeting scheduled on March 31<sup>st</sup> was deferred to May 30<sup>th</sup>, it meant that the review of the DRAFT 15/16 Board Assessment could not be reviewed by the committee and approved for distribution in a timely manner. As a result, the draft was presented to the Executive Committee at its May 17<sup>th</sup> meeting and reviewed carefully. Several suggestions were made and approved by the Executive Committee. A final draft was reviewed by the Mr. Wernick in his capacity as Chair of the Governance Committee and it was distributed to the Board shortly after that meeting.

**6. ITEM(S) FOR DELIBERATION**

6.1 Outstanding Review of Governing Documents Linked to Bylaws and 2016/17 Work Plan Priorities

**a) Review of Article 6.05 of recently adopted Bylaws – Participation at Meeting by Telephone and Electronic Means (Bylaws provided)**

After full deliberation of Article 6.05, the committee determined that exploring the potential use of electronic meetings should be deferred to the next work cycle. It was requested that the Secretariat staff research best practices in this area and report back to the committee in the fall regarding how technology affects the ability of the Board to improve its ability to conduct business.

**b) Review and consideration of Proposal for Video Recordings of Full Board meetings**

This item was deferred to the next work cycle. The Secretariat staff were asked to research best practices in this area (including the use of audio, video, live feed, recording for archival and posterity) from universities as well as other corporate boards and report back to the committee in the fall.

**c) DRAFT Director Consent**

General Counsel recommended that the Board consider utilizing a similar type of document in conjunction with the Code of Conduct, that new and returning members be required to review and sign before the start of each Board year. It was suggested that the document could include wording related to participation by members in meetings by electronic and telephone means as well as consents

relating to the use of photos. The committee agreed that this should be added to the work plan for the 2016/17 year with a view to implementing it for the 2017/18 Board year. General Counsel was asked to research the best practices in this area and present the results in the fall.

**d) DRAFT Nominating Policy**

A sample draft of a Nominating Policy was presented for consideration. It was agreed that it is necessary to have a policy and that it should be added to the 2016/17 work plan. Feedback was invited.

**e) DRAFT 2016/17 Governance Committee Work Plan**

In addition to the items noted above, it was agreed that the following items should be added to the work plan and then prioritized by the committee at its first meeting in fall 2016:

- Mandatory review of Appointment Guidelines for all positions
- Mandatory review of Terms of Reference (see also Item 5f)
- Review of proposed changes to governance documents in new Bylaws from Senate
- Creation of a Policy for the use of the University Seal
- Creation of a process for the annual review of the President's Performance Review (this item is outstanding business noted from the 2014/15 Board year).

Further discussion took place around professional development activities for Board members. It was suggested that the conversation be deferred to the fall when the committee can review the results of the Board Self-Assessment to see if concerns in this area were raised.

**f) Current Committee Terms of Reference**

The University Secretary indicated that a full review of all Committee Terms of Reference (ToR) was put on hold pending the review and approval of the new Bylaws. It was agreed that the Secretariat staff will ensure that templates for each ToR are updated, as they relate to the Bylaws (quorum based on article 8.02(e), voting, membership, etc.) and then they will be presented to the respective Committee Chairs for a comprehensive review by their committees in the new Board year. Updated ToR will be presented to the Governance Committee for final review and then recommended to the Board for approval.

**7. OTHER BUSINESS**

The Chair thanked all members of the committee, Secretariat staff and Senior Executive for their time and contributions throughout the Board year.

**8. ADJOURNMENT**

There being no further business, the meeting adjourned at 5:12p.m.



*Carleton University acknowledges and respects the Algonquin people, traditional custodian of the land on which the Carleton University campus is situated.*

**Carleton University Senate  
Meeting of September 9, 2016 at 2:00 p.m.  
Senate Room, Robertson Hall  
MINUTES**

**Present:** A. Arya, A. Bellerive, A. Bowker, D. Buss, C. Carruthers, A. Chandler, A. Christianson, W. Clement, D. Deugo, A. Diptee, C. Duff, K. Evans, S. Field, A. Forth, T. Garvey, P. Gentile, R. Gorelick, R. Goubran, N. Grasse, R. Hoey, W. Horn, D. Howe, B. Hughes, O. Javanpour, W. Jones, E. Lai, A. Loisel, D. Long, A. Maheshwari, M. Martinov, J. Miller, H. Nemiroff, M. Neufang, B. Örmeci, J. Paulson, M. Piché, A. Plourde, N. Rajapakse, P. Ricketts, R. Runte, D. Russell, J. Shepherd, E. Sloan, J. Smith, M. Sucharov, S. Sur, N. Tait, J. Tomberlin, P. Thompson, P. Watzlawik-Li, F. Webster, J. Wolfart

**Regrets:** S. Ajila, F. Alhattab, S. Blanchard, M. Butler, C. Chi, J. Debanné, A. Dodge, M. El-Tanany, W. Felepchuk, J. Hayes, F. Hosseinian, K. Karim, H. Khoo, E. Kwan, D. Owusu-Akyeeah, C. Smelser, I. Riar, J. Stoner, L. Watson

**1. Welcome and Introduction of New Members**

The President opened the meeting at 2:00 p.m. and welcomed the new Senators.

**2. Approval of Agenda**

It was **MOVED** (A. Arya, O. Javanpour) that Senate approve the agenda of the meeting of September 9, 2016.

The motion **PASSED UNANIMOUSLY**.

**3. Minutes: June 17, 2016**

It was **MOVED** (K. Evans, P. Ricketts) that Senate approve the minutes of the meeting of June 17, 2016.

The motion **PASSED**.

**4. Chairs' Remarks**

R. Runte stated that earlier today she delivered the [State of the University Address](#). The President reported that Carleton has applied to the provincial government for additional support in the form of a special grant. Although it is difficult for Carleton to compete against Universities with Medical Faculties, Carleton was the only university to meet the government standards in all three areas. We continue to strive to be the intellectual capital. Dr. Runte encouraged others to advocate for further government support.

P. Gentile asked M. Piché, our new Vice-President (Finance and Administration), to advocate for funding for research and graduate programs. M. Neufang stated that his Faculty has an excellent relationship with the Vice-President and that Carleton has recently added 15 new programs and realised an 18 % growth in Ph.D. and 15% in Masters' students. M. Neufang stated that we need to continue to improve our communication and advertising of our success.

**5. Senate Administration (Clerk):**

a. Committee Memberships

The Clerk provided the list of new committee members (Appendix A).

It was **MOVED** (D. Russell, A. Plourde) that Senate approve the additional Committee members as presented.

The motion **PASSED UNANIMOUSLY**.

It was **MOVED** (J. Tomberlin, M. Neufang) that D. Isabelle fill the vacancy (Business) on SCCASP

The motion **PASSED UNANIMOUSLY**.

It was **MOVED** (D. Russell, J. Shepherd) that Senate approve the dates for the June 2017 Convocation be changed from June 6-9, 2017 to June 13-16, 2017.

The motion **PASSED UNANIMOUSLY**.

It was **MOVED** (D. Russell, P. Ricketts) that the dates for the October 2016 Senate meeting be changed from October 28, 2016 at 2:00 p.m. to October 26, 2016 at 2:00 p.m.

The motion **PASSED**.

b. Report on the Empowering Motion

The Clerk reported that there were two cases involving graduation issues. During the next closed session, the Clerk will provide more information. There were no issues under the empowering motion allowing Senate Executive to act on behalf of Senate over the summer months. This empowerment is now closed as Senate has resumed meeting.

**6. Carleton University Committee on Quality Assurance – Membership 2016-17**

It was **MOVED** (J. Shepard, W. Jones) that Senate ratify the 2016-17 membership of the Carleton University Committee on Quality Assurance.

The motion **PASSED UNANIMOUSLY**.

**7. Reports:**

a. SAPC

P. Ricketts presented three motions:

It was **MOVED** (P. Ricketts, A. Plourde) that Senate approve the Final Assessment Report and Executive Summary for the cyclical review of the undergraduate program in Economics.

Senators discussed how Senators ensure that due process has been followed. The process, which has been approved by Senate, gives responsibility for ensuring that due process has been followed to SAPC. All the documentation is provided to members of SAPC and is available to Senators on request. In passing this motion Senate is accepting that due process has been followed and that the outcome is reasonable given the documentation on which it is based.

The motion **PASSED UNANIMOUSLY**.

It was **MOVED** (P. Ricketts, W. Clement) that Senate approve the Final Assessment Report and Executive Summary for the cyclical review of the undergraduate programs in Religion.

P. Ricketts stated that this review was discussed in great detail by the Carleton University Committee on Quality Assurance (CUCQA) and SAPC, and that the unit agreed to provide the report that is required when a program is categorised as 'conditional approval to continue.' Under the terms of Carleton's IQAP, the unit and the Dean were provided with an opportunity to appeal the categorisation, but decided not to. CUCQA and SAPC will consider the report when it is submitted, and a subsequent Final Assessment Report and Executive Summary will be presented to SAPC and Senate at this time. In these circumstances, Carleton's IQAP states that 'there is every expectation that receipt of the report by CUCQA will result in the outcome of the review being upgraded to 'good quality.'

Senators discussed the consequences of the motion failing. If the motion fails, Senate will need to clarify what issues SAPC should reconsider. P. Ricketts stated that Senators are voting on whether the process set out in the IQAP was followed and whether the outcome was reasonable given the documentation on which it was based. If the motion passes, the unit will have 12 months to address the issues identified in the Final Assessment Report and Executive Summary before Senate.

J. Shepherd stated that the external reviewers' report identified three main concerns:

1. The high number of courses offered.
2. The heavy reliance on contract instructors.
3. How the annual course offerings are selected.

P. Ricketts stated that it is up to the unit to decide how to address these concerns. The motion **PASSED**.

It was **MOVED** (P. Ricketts, A. Plourde): That Senate approve the deletion of the following specializations: Communication and Information Technology Policy; Human Rights: Social Policy; and Strategic Public Opinion and Policy Analysis to the Bachelor of Public Affairs and Policy Management (BPAPM) program effective fall 2017 and;

That Senate approve the addition of the Specialization in Communication and Policy Studies to the BPAPM program effective fall 2017 and;

That Senate approve the change of name from the Specialization in Development Studies to the Specialization in Development Policy Studies to the BPAPM program effective fall 2017 and;

That Senate approve the change of name from the Specialization in International Studies to the Specialization in International Policy Studies to the BPAPM program effective fall 2017 and;

That Senate approve the addition of the concentrations: Communication Technologies and Regulation; and Strategic Public Opinion within the Communication and Policy Studies Specialization to the BPAPM program effective fall 2017 and;

That Senate approve the addition of the concentrations: Global Economic Relations; and Rights and Human Development within the Development Policy Studies Specialization to the BPAPM program effective fall 2017 and;

That Senate approve the addition of the concentrations: International Relations and Conflict; and Security and Intelligence within the International Policy Studies specialization to the BPAPM program effective fall 2017 and;

That Senate approve the addition of the concentrations: Economic Policy; Environmental and Sustainable Energy Policy; and Social Policy within the Public Policy and Administration specialization to the BPAPM program effective fall 2017. The motion **PASSED**.

A. Plourde thanked Dr. Barry Wright, Associate Dean and Director of Kroeger College, for his work of almost two years on this massive undertaking of improvements.

b. **SCCASP**

It was **MOVED** (H. Nemiroff, J. Shepherd) that Senate approve revision to the calendar language for Academic Accommodation for Students with Disabilities Regulations as presented.

H. Nemiroff stated that it is essential that we have this accommodation language. There is no change in our procedures and practise. The change is being made to comply with a request from the Human Rights.

The motion **PASSED UNANIMOUSLY**.

c. **Academic Colleagues**

J. Smith stated that “Academic Colleague” is a representative of the Council of Ontario Universities (COU). He presented his report (Appendix B).

J. Paulson stated that the cycle length of the student survey is not sufficient to catch trends and adjust programing to meet the changing needs.

**8. Reports for Information:**

a. **Minutes of the Board of Governors: March 21, 2016 and April 26, 2016**

P. Gentile requested that public (or at least faculty-wide) presentations be included in the hiring process of executives. R. Runte stated that Carleton’s hiring procedures are well documented (Appendix C) and that search committees are representative of the Carleton community.

A Senator also raised financial questions about the proposed new building for the Sprott School of Business, parking services, debt, and the policy on naming rights.

b. **Appointments Made Contrary to the Advertising Policy (Clerk)**

The meeting adjourned before this item could be handled - it will be deferred to the September 30, 2016 meeting.

**9. Other Business**

There was no other business.

**10. Adjournment**

It was **MOVED** (O. Javanpour, M. Neufang) to adjourn. The motion **PASSED**.

**Board of Governors Annual Work Plan  
2016/17 Board Year**

**BOARD Work Plan**

<b>Meeting Schedule</b>	<b>Work Plan</b>
July / August	NO MEETING SCHEDULED
September / October	<p><b><u>September 27</u></b></p> <ul style="list-style-type: none"> <li>▪ <b>Approve:</b> <ul style="list-style-type: none"> <li>○ President’s Goals and Objectives for 16/17</li> <li>○ Audited Financial Statements for year ended April 30/14 and Audit Finding Report (this will be done as a separate MEMBERS MEETING agenda item)</li> </ul> </li> <li>▪ <b>Updates / Presentations On:</b> <ul style="list-style-type: none"> <li>○ Presentation – research and ranking and reputation (Nimal, Sandra and Don); Capstone projects and the challenges for Engineering (Rafik); Issue for the year related to this – what can be done to improve ranking and reputation? What are the places to improve and what are the challenges and successes</li> <li>○ Strategic Integrated Plan</li> <li>○ Comprehensive Campaign Update and Launch events</li> <li>○ Physical plan projects – Cogeneration; Health Science; Concert Hall; Sprott</li> <li>○ Work Plan</li> </ul> </li> </ul> <p><b><u>October 21-22<sup>nd</sup> (RETREAT)</u></b></p> <ul style="list-style-type: none"> <li>▪ Globalization: Each Dean could explain initiatives in this area and then have general discussions.</li> <li>▪ Introduce some faculty “stars” (Have each Dean choose and introduce one)</li> <li>▪ Strategic Plan update</li> <li>▪ Evening: have Nimal and Peter say what we are doing with Transportation and have Marc Garneau speak</li> </ul>
November / December	<p><b><u>December 1</u></b></p> <ul style="list-style-type: none"> <li>▪ <b>Approve:</b> <ul style="list-style-type: none"> <li>○ Sexual Violence Policy</li> <li>○ Committee terms of reference from standing committees which might have proposed changes (if applicable)</li> <li>○ Framework for 17/18 Operating Budget</li> </ul> </li> <li>▪ <b>Updates / Presentations on:</b> <ul style="list-style-type: none"> <li>○ Comprehensive Campaign update</li> <li>○ Enrolment Report (Suzanne and Matthias) – Board discussion on policy, funding models, priorities, Matthias could also speak to the new grad programs and their role in the recruitment and strategic mandate</li> <li>○ Budget and Possible Funding Model (Michel)</li> <li>○ Strategic Mandates possibly</li> </ul> </li> </ul>

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January / February	<p><b><u>February 2</u></b></p> <ul style="list-style-type: none"> <li>▪ <b>Approve:</b> <ul style="list-style-type: none"> <li>○</li> </ul> </li> <li>▪ <b>Updates on:</b> <ul style="list-style-type: none"> <li>○ Strategic Plan Update</li> </ul> </li> </ul>
March / April	<p><b><u>March 23</u></b></p> <ul style="list-style-type: none"> <li>▪ <b>Approve:</b> <ul style="list-style-type: none"> <li>○ Pension (Betsy)</li> <li>○ Recommendation from CR&amp;A for Board Award recipient</li> <li>○ Internal Audit Reports</li> <li>○ Proposed Audit Plan and Letter of Engagement from Auditors</li> <li>○ Audited Financial Statements for the Pension Fund and Report for year ended June 30, 2016</li> <li>○ 2017/18 Proposed Ancillary Budget</li> <li>○ Approval of Fees and Budget(Michel)</li> </ul> </li> <li>▪ <b>Updates on:</b> <ul style="list-style-type: none"> <li>○ Risk Management Report (Tony)</li> <li>○ Mental Health Framework (Suzanne)</li> <li>○ Report on Internal audits (Michel)</li> <li>○ Challenges and Successes in Science (including new building): Malcolm</li> <li>○ Discussion: Risk Management, Budget and fees, Science</li> </ul> </li> </ul> <p><b><u>April 24</u></b></p> <ul style="list-style-type: none"> <li>▪ <b>Approve:</b> <ul style="list-style-type: none"> <li>○ 16/17 Risk Assessment Report</li> <li>○ 2017/18 Proposed Student Fees</li> <li>○ 2017/18 Proposed Operating Budget</li> <li>○ Investment Report</li> <li>○ Internal Audit (auditors)</li> <li>○ Northern Studies, African Studies and joint initiatives: Arts and FPA (Wally and André)</li> <li>○ Discussion: What partnerships we might develop? What other interdisciplinary programs we might consider? What are the high and low points in these faculties?</li> </ul> </li> </ul>

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May / June	<p><b><u>June 29</u></b></p> <ul style="list-style-type: none"><li>▪ <b>Review and Discuss:</b><ul style="list-style-type: none"><li>○ Results of President’s Assessment Questionnaire</li><li>○ Results of Board Questionnaire</li><li>○ Establish Search Committee(s) if needed</li><li>○ Strategic Plan Overview: Peter, Malcolm and Matthias.</li><li>○ Entrepreneurship and the Sprott School: Jerry Discussion: challenges and successes, new initiatives</li></ul></li> <li>▪ <b>Approve:</b><ul style="list-style-type: none"><li>○ Recommendations from Nominating Committee for membership and signing officers for 17/18 (closed)</li></ul></li></ul>