CONSENT AGENDA

to the Open Agenda of the 604th Meeting of the Board of Governors

Thursday, October 5th, 2017
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 603rd meeting on June 29th, 2017.

4.1.2 Board Committee Membership

Proposed membership attached.

4.1.3 Board Award Criteria

Criteria attached.

4.2 ITEM(S) FOR INFORMATION

4.2.1 Investment Manager for the Pension Fund

Working paper attached.

4.2.2 Board Work Plan & Schedule 2017/2018

Work plan attached.

4.2.3 Committee Minutes

a) Building Program Committee
   ▪ 150th Meeting, May 16th, 2017

b) Community Relations and Advancement Committee
   ▪ 104th Meeting, May 15th, 2017

c) Finance Committee
   ▪ 289th Meeting, April 12th, 2017

d) Joint Finance and Building Program Committee Meeting
   ▪ June 19th, 2017 Meeting
The Board of Governors acknowledges and respects the Algonquin First Nation, on whose traditional territory the Carleton University campus is located.

Minutes of the 603rd Meeting of the Board of Governors

Thursday, June 29th, 2017 at 4:00 p.m.
Room 2440R Richcraft Hall, Carleton University

PRESENT:  Dr. F. Afagh  Mr. K. Evans  Dr. R. O’Reilly Runte
Mr. F. Alhattab  Ms. C. Gold  Dr. E. Sloan
Ms. D. Alves  Mr. O. Javanpour  Ms. C. Switzer
Mr. M. Bueckert  Dr. I. Lee  Mr. A. Tattersfield
Dr. C. Carruthers (Chair)  Dr. P. Merchant  Mr. A. Ullett
Mr. D. Craig  Mr. N. Nanos  Ms. L. Watson
Ms. L. A. Daly  Mr. J. Nordenstrom  Mr. B. Wener
Mr. P. Dinsdale  Ms. J. Ostrajanskiy  Mr. M. Wernick (Vice Chair)
Mr. J. Durrell

REGRETS:  Ms. D. Armstrong  Mr. D. Fortin  Mr. G. Owens
Mr. C. Chi  Dr. B. Örmeci  Ms. R. Thompson
Ms. G. Courtland

STAFF:  Ms. S. Blanchard  Mr. S. Levitt  Dr. R. Goubran
Dr. W. Clement  Mr. M. Piché  Dr. J. Tomberlin
Mr. D. Cumming  Mr. D. Puffer  Ms. B. Springer
Ms. A. Goth

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. The Open Session was live-streamed to Southam Hall 617.

The Chair congratulated Art Ullett on successfully being re-nominated for the administrative staff position on the Board of Governors.

President Roseann O’Reilly Runte was thanked for her service to the community and presented with a gift on behalf of the board, students, faculty, staff, alumni and donors. The chair also announced that an endowed fund in Dr. Runte’s name would be created.
with her permission as a token of appreciation for her leadership and contributions to the university.

2. DECLARATION OF CONFLICT OF INTEREST

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

3. APPROVAL OF AGENDA

Mr. Tattersfield moved, and it was seconded by Mr. Wener, that the open agenda of the 603rd meeting of the Board of Governors be approved, as presented. The motion carried.

4. APPROVAL OF THE CONSENT AGENDA

Mr. Dinsdale moved, and it was seconded by Ms. Alves, that the open consent agenda be approved, as presented. The motion carried.

5. ITEM(S) FOR APPROVAL

5.1 Dominion Chalmers United Church

The acquisition of the Dominion Chalmers United Church has been under discussion between administration and the church officials for the last several months. The church would provide a flagship location in the downtown core which would act as a cultural hub between Carleton and the community. Details of the business case will be discussed in the closed session. The purpose of the acquisition would be to provide a location for teaching, community outreach and cultural events.

Significant funds have been raised towards the acquisition and renovation of the building including a $2,000,000 grant from a private foundation which expires at the end of August. If significant progress has been made toward the acquisition, an extension of this deadline might be negotiated.

The Province of Ontario has shown a commitment of $5,000,000 to support the possible acquisition of the church, and the Board has until March 2018 to decide, in order to ensure the funding is received. The Federal Ministry of Heritage has assured the president that should the church be purchased, Carleton can apply for additional heritage funds if needed.

The City of Ottawa has expressed strong support of the acquisition including potential funding and ongoing support from local groups.
The faculty have shown enthusiasm for the project, especially the music faculty who need space for academic programming. A number of academic programs in Music will not be able to move forward without additional space. Several initiatives would be enabled at the church including proposed programs in performance and public spaces (interdisciplinary), heritage conservation and many programs for occasional use. Many Carleton students live in Centretown and all students have bus passes which would ease transportation to and from the church.

Carleton is a secular institution and acquiring a religious building was raised as a concern to Carleton’s reputation. Currently, Carleton rents many churches around the city for concerts as we do not have space on campus. Carleton is also affiliated with Dominican College which is a Catholic institution. The church would be open to all students and all religions. The United Church has shown the most proactive approach toward the Truth and Reconciliation recommendations and it is appropriate for Indigenous students and for the Indigenous and Canadian Studies program to use the space.

Concerns were raised about the age of the building and the need for major repairs and finances required for the long-term upkeep of the building. One major component of the renovations would be converting the organ so it is mobile to make the space useable by a symphony orchestra. A full condition report is needed and the amount of funding required for renovations needs to be determined.

Carleton is also facing a partnership risk, as there are many supporters of the projects who will receive benefits but no commitments to sharing the long-term costs or risks. We need to ensure that the acquisition is in line with Carleton’s mission.

More in-depth discussion is required to make an informed decision. The Board and administration will be working over the coming months to ensure due diligence is completed.

5.2 Cogeneration Building Design

The cogeneration building was previously approved by the Board to move forward with the design. The project will add a combined heat and power cogeneration system that will increase our steam capacity and generate power at a cost that is less than the purchase price from the Hydro Ottawa system, saving approximately $1 million to $1.5 million per year. The total cost of the project is $20,700,000 with $5,000,000 being received from the Ontario Power Authority reducing the net cost to $15,700,000.

The facility would be constructed as an extension of the Maintenance Building with a steel frame and steel-clad exterior. Once the turbine and the boiler are in place, an addition to the west side of the Heating Plant will be constructed to enclose the system. The addition envelope will be constructed with a metal dark-brown panel system which
will tie into the dark Endicott brick of the existing building. The Building Program and Executive committees approved the rendering for recommendation to the Board.

Noise pollution from the turbine was raised as a concern. The Ministry of the Environment requires an approval process for noise pollution and it will be measured at various points outside of the building. If the levels do not meet regulatory requirements, the contractor will be required to add additional noise insulation to meet the ministry’s requirements.

It was moved by Mr. Craig and seconded by Mr. Ullett as recommended by the Building Program and Executive Committees to approve the design and appearance of the Combined Heat and Power Plant Addition, as presented. The motion carried.

5.3 Executive Human Resources/Compensation Sub-Committee Terms of Reference

With the advent of the provincial legislation restricting executive compensation and the need to have forward thinking on matters such as risk management and succession plan, the Governance Committee was asked to consider the need for a stand-alone committee to deal with such issues. The committee reviewed all other Ontario universities and found that most if not all have committees of this nature called Human Resources Committee, Compensation Committees or Talent Committees or a combination thereof. The composition of the committees reflects similar composition to our Executive Committee and the duties of the committees are already assumed by our Executive Committee. The Governance Committee did not see the need to establish a stand-alone committee.

Some time ago, the Executive Committee established a subcommittee on compensation to assist when required on matters of executive compensation. It was decided to maintain this committee and expand its mandate to include human resource issues that were not currently included such as collective bargaining mandates, executive compensation framework, employment compensation philosophy, succession planning, risk management and such duties as assigned by the Executive Committee.

The Human Resources/Compensation Sub-committee would include the Chair of the Board and four other Executive Committee members, as determined by the Executive Committee from time to time.

It was moved by Mr. Evans and seconded by Mr. Wener as recommended by the Governance and Executive Committees to approve the Human Resources/Compensation Sub-committee of the Executive Committee Terms of Reference, as presented. The motion carried with one abstention.
5.4 Review of Appointment Guidelines

The Appointment Guidelines were considered at the Governance Committee in May in accordance with the mandatory three-year review period which included the Chancellor, President and Vice-Chancellor, Provost and Vice-President (Academic), Vice-President (Research and International), Vice-President (Finance and Administration), Vice-President (Students and Enrolment), University Secretary and the Appointment by the President for Senior Academic Administrators.

Editorial changes were made to ensure compliance and reference to the updated Board Bylaws. Some of the guidelines referred to operational provisions which were removed because they are not policy issues. It is left to the committees to establish operational practices to suit as needed and allow flexibility. The committee recommends that a Dean be added to the composition of the advisory committees for many of the guidelines and that the Assistant Vice-President (Human Resources) be removed for the committee composition and be formally named as a resource to the committee. A fixed quorum was established for each of the committees that is generally the majority of members. The Executive Committee was given the responsibility of naming the Executive Search Firm when and if necessary for the Advisory Committees for expediency.

The Secretary to the Board was removed. The University Secretary was made a permanent position at the pleasure of the Board.

The Vice-President (Research and International) and the Provost and Vice-President (Academic) guidelines were separated into two guidelines.

The Governance Committee and the University Secretariat were thanked for their work over the last year.

It was moved by Mr. Evans and seconded by Mr. Tattersfield, as recommended by the Governance and Executive Committees, to approve of the appointment guidelines for the Chancellor, Provost and Vice-President (Academic), Vice-President (Research and International), Vice-President (Students and Enrolment), Vice-President (Finance and Administration), University Secretary and the Guidelines for Senior Academic Administrators by the President, to the Board as presented. The motion carried.

5.5 Members of the Board on the Advisory Committee on the President’s Selection

The search for the next president of Carleton University has commenced with the goal of having a president in place by July 2018. The Executive Committee is in the process of engaging an Executive Search Firm through a Request for Proposal process. A Presidential Search Website with the assistance of the Department of University Communications was being established and will provide updates to the community throughout the process. Wide consultation with the various Carleton communities will be
needed to define the skills and qualities we will be searching for in our new president. Once this is determined a position profile will be created and advertising for the position will go out through the Executive Search Firm. The logistics of the committee will be determined once established.

The Advisory Committee membership is determined by the President and Vice-Chancellor guidelines. Seven of the members are elected by Senate or the Vice-President Academic and Research Committee and have been named as: Linda Schweitzer, Rafik Goubran, Adrian Chan, Joshua Greenberg, Elinor Sloan, Ahmed Hassan (graduate student), and Matthew Pelletier (undergraduate student). The Chair and Vice-Chair of the Board are ex-officio members. The Board needs to elect three community-at-large members and one board member that belongs to the staff of the university other than academic or librarian staff.

Balance of gender, diversity and skill-set was considered in the recommendation for membership from Executive Committee.

It was moved by Mr. Wernick and seconded by Ms. Daly, as recommended by the Executive Committee to approve Mr. Wener, Mr. Nordenstrom, Ms. Thompson and Ms. Switzer as the Board of Governors representatives on the Advisory Committee on the President to the Board, as presented. The motion carried.

6. ITEM(S) FOR DISCUSSION

6.1 Talk Exchange

The Talk Exchange was an initiative by the Community Relations and Advancement Committee. Part of the mandate of the committee is to engage with our communities: faculty, students, staff, alumni and donors. Invitations were sent to the various communities to join a round table discussion on March 20th, 2017. The entire feedback document was circulated to the board. It was a successful event co-chaired by Ms. Daly and Mr. Nanos. The purpose was to listen to the various viewpoints.

The two questions posed to the group were: what is our collective ambition for Carleton’s future in the next 75 years? What do our students, faculty, staff, alumni and donors think about the kind of Carleton they want to build for future generations? The collective voice of the group was that Carleton should remain a nurturing, safe, supportive and caring environment.

The key takeaways from the event were that participants would like more engagement events, they want to be listened to and included, and would like to feel that there is more
transparency and accountability in our governance model. The committee was cautioned against raising expectations regarding actionable items.

The committee was commended on this initiative and all agreed it should continue. Other lines of evidence should also be investigated such as surveys, pulses, websites and online chats.

The University Secretariat and Department of University Communications were thanked for their assistance with the event.

It was moved by Ms. Daly and seconded by Mr. Nanos as recommended by the Community Relations and Advancement Committee, to continue the engagement exercise and that a plan from the Community Relations and Advancement Committee be prepared for board consideration including a proposed mandate for the Talk Exchange, the frequency of the gatherings, potential topics and how actionable suggestions will be dealt with, as presented. The motion carried.

7. ITEM(S) FOR INFORMATION

7.1 Report from the Chair

a) Executive Compensation Framework

The Ontario government has mandated that an Executive Compensation Framework be developed for senior executive positions across the public sector. The process for the framework includes establishing comparators and arriving at a median. The Executive Committee has engaged external consultants Gallagher McDowell to establish the comparator group and suggested salaries for the senior executives. The development of the framework for Carleton is an ongoing process which has a schedule for completion by September 29th, 2017. The process will be transparent and public with the proposed framework posted publicly with any proposed changes to salaries.

b) Members of the Executive Committee to review/recommend selection of Executive Search Consultant Firm

An open Requests for Proposals (RFP) has been launched to find an Executive Search Firm for the Presidential Search. The Executive Committee has established a small group review committee consisting of Chris Carruthers, Bob Wener, Ken Evans and Elinor Sloan who will review the applicants and determine the search firm to assist the Advisory Committee on the President.
7.2 Report from the President

a) Strategic Mandate Agreement (SMA)

The Province mandated that we negotiate a strategic mandate agreement which will determine the university’s funding over the next two years. The Strategic Integrated Plan which was approved by the Board and Senate was used to determine the measures for the SMA, continuing the trajectory the university is already on. A large committee composed of the Deans, Associate Vice-President, Vice-Presidents and President met to determine what possible new programs the university might want to offer. The university was also asked to provide defining traits of the institution; these have already been drafted and presented to the Board and Senate. Negotiations with the government have been completed and a final copy from the government should be delivered in approximately one month. Key Performance Indicators defined in the SMA are measurable and achievable. There will be no financial impact/funding implication in relation to the KPIs for the first three years of the agreement (trial period to determine accuracy and reliability).

b) Strategic Integrated Plan Update

The Strategic Integrated Plan (SIP) is divided into four themes: teaching excellence, research excellence, student centered, and organizational excellence. A summary of all the themes with their strategic goals, KPIs, long-term outcomes and results as of May 2017 was circulated prior to the meeting. A summary dashboard document which was circulated showed that all themes were on schedule for completion with the results to date. A document was circulated which suggests continued work on: a) retention and graduation rates; b) co-op and work-related program expansion, including experiential learning; c) on-line program development; d) research success and ranking; e) fundraising; f) budget process and review; and g) international: research, recruitment, and outreach. Each item was assigned a lead senior administrator.

c) Presentation of Annual Report

The President circulated her annual report to the board prior to the meeting. Highlights mentioned include: many new academic programs; staff turn-over; the financial campaign’s most successful year to date; a serious cyberattack in November; new buildings such as the Health Sciences Building, ARISE Building and the co-generation plant; continued work on the Mental Health Framework; and Healthy Workplace gold certification.
The President also circulated her nine-year report and the statistics on student numbers, staff, faculty, funding, fundraising, major projects and 74 new academic programs. These were highlighted as areas of growth over the last nine years.

President Runte was thanked for her outstanding leadership over the last nine years at the university and in the community. The Board unanimously recognized the outstanding achievement of President Roseann Runte.

d) University Communications Update

A report from the Department of University Communications was circulated to the board.

7.3 Committee Chair Updates

The committee chairs had nothing additional to report.

8. OPEN-QUESTION PERIOD

There were no questions.

9. END OF OPEN SESSION AND BRIEF NETWORKING BREAK

The Open Session of the Board of Governors adjourned at approximately 5:30 p.m.
EXECUTIVE COMMITTEE
The Committee shall be comprised 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.

- Chris Carruthers, Chair
- Nik Nanos, Vice-Chair
- Chancellor - VACANT
- Alastair Summerlee
- Dale Craig (Building)
- Bob Wener (Audit & Finance)
- Linda Ann Daly (CR&A)
- Ken Evans (Governance)
- Pradeep Merchant (CAL)
- Jim Durrell (CAL)
- Tony Tattersfield (Past Chair)

Vice-Chairs (in the event a Chair is not able to attend an Executive meeting):
- Debra Alves (Audit & Finance)
- Jim Durrell (Building)
- Jay Nordenstrom (CR&A)
- Oliver Javanpour (Governance)

Executive Officer for this Committee: President Summerlee

Executive Human Resources/Compensation Subcommittee:
The Chair of the Board and four other Executive Committee members as determined by the Executive Committee from time to time.

- Chris Carruthers
- Tony Tattersfield
- Nik Nanos
- Bob Wener
- Ken Evans
- Elinor Sloan (Faculty)

Executive Officer for this Committee: Michel Piché, Vice-President (Finance and Admin)

BOARD SENATE REPRESENTATIVES
- Oliver Javanpour
- Ken Evans
- VACANT
- VACANT
AUDIT COMMITTEE
The Committee shall be comprised of up to eleven 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.

**Only those members of the Committee who are community-at-large members shall be entitled to vote.**

- Bob Wener, Chair
- Debra Alves, Vice-Chair
- Alastair Summerlee, ex officio
- Chris Carruthers, ex officio
- Nik Nanos, ex officio
- Chancellor - VACANT
- Christina Gold (CAL)
- Peter Dinsdale (CAL)
- Lynn Honsberger (CAL)
- Gregory Farrell (CAL)
- Fred Afagh (Faculty) – non-voting

Executive Officer for this Committee: Michel Piché, Vice-President (Finance & Admin)

BUILDING PROGRAM COMMITTEE
(Up to 12 members including the Chair and Vice-Chair of the Committee and ensure that a sufficient number of Committee members shall have expertise in such areas as project management, architecture and design, and construction. 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.)

- Dale Craig, Chair
- Jim Durrell, Vice-Chair
- Alastair Summerlee, ex officio
- Chris Carruthers, ex officio
- Nik Nanos, ex officio
- Chancellor - VACANT
- Lesley Watson (CAL)
- Gina Courtland (CAL)
- Efrem Berhe (UG)
- Art Ullett (Staff)
- Celia Young (Faculty)

Executive Officer for this Committee: Michel Piché, Vice-President (Finance & Admin)
COMMUNITY RELATIONS & ADVANCEMENT COMMITTEE
Appropriate representation from all constituencies (no limit on membership).

- Linda Ann Daly, Chair
- Jay Nordenstrom, Vice-Chair
- Alastair Summerlee, ex officio
- Chris Carruthers, ex officio
- Nik Nanos, ex officio
- Clair Switzer (Staff)
- Rosemary Thompson (CAL)
- Elinor Sloan (Faculty - Senate)
- Liam Harrington (UG)
- Natalie Prowse (Grad)
- Dan Fortin (Alumni)
- Jean Teron (ADV)

The following people have been extended a standing invitation to each CR&A meeting as they are available. They do not have any voting privileges:
- ADV - Jean Teron

Executive Officers for this Committee:

- Suzanne Blanchard, Vice-President (Students & Enrolment) - STUD
- Don Cumming, Director, University Communications - COMM
- Jennifer Conley, Chief Advancement Officer - ADV

FINANCE COMMITTEE
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.

- Bob Wener, Chair
- Debra Alves, Vice-Chair
- Alastair Summerlee, ex officio
- Chris Carruthers, ex officio
- Nik Nanos, ex officio
- Chancellor - VACANT
- Christina Gold (CAL)
- Lynn Honsberger (CAL)
- Peter Dinsdale (CAL)
- Greg Farrell (CAL)
- Fred Afagh (Faculty)

Executive Officer for this Committee: Michel Piché, Vice-President (F&A)
GOVERNANCE COMMITTEE
(Chair and Vice-Chair of the Board, President and Chancellor not less than two nor more than three representatives of the community, one Alumni, one student representative whether graduate or undergraduate, one representative from the academic and library staff and one representative from University staff who is not a member of the academic or library staff)

▪ Ken Evans, Chair
▪ Oliver Javanpour, Vice-Chair
▪ Alastair Summerlee, ex officio
▪ Chris Carruthers, ex officio
▪ Nik Nanos, ex officio
▪ Chancellor - VACANT
▪ Ian Lee (Faculty)
▪ Art Ullett (Staff)
▪ Jay Nordenstrom (Alumni)
▪ Rebecca Stiles (Grad)
▪ Efrem Berhe (Undergrad)

Executive Officer for this Committee: Amanda Goth, University Secretary

NOMINATING COMMITTEE
Shall include: the Chair, the Vice-Chair, the Past Chair, the President, a student member, an academic staff member, an administrative staff member and two community-at-large members.

▪ Chris Carruthers, Chair
▪ Nik Nanos, Vice-Chair
▪ Tony Tattersfield, Past-Chair
▪ Alastair Summerlee, ex officio
▪ Pradeep Merchant (CAL)
▪ Oliver Javanpour (CAL)
▪ Celia Young (Faculty - Senate)
▪ Ian Lee (Faculty)
▪ Rebecca Stiles (Grad)
▪ Clair Switzer – (staff)

Executive Officer for this Committee: President Summerlee
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;
6. the recipient must be expecting to graduate in the academic year 2017/18.
7. the recipient cannot be a current board member.
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 (amanda.goth@carleton.ca) or in person to the University Secretariat, Room 607 Robertson Hall, no later than 4:30pm on February 19th, 2018. The presentation of the award will take place at Convocation.

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
I. MATERIAL ATTACHED

None.

II. THE ISSUE

The Pension Committee is responsible, per the terms of the Carleton University Retirement Plan text, for preparing recommendations as to the appointment of investment counsel for the Retirement Fund (“the Fund”), subject to approval by the Finance Committee of the Board of Governors and the full Board. The Pension Committee previously recommended, and the Board of Governors approved, that the asset mix policy for the Fund be modified to diversify the Fund’s allocation to non-Canadian equities by adding a Global Small Cap Equity manager. The search for that manager is complete, and the Pension Committee recommends that Brandes Investment Partners be awarded the mandate.

III. DECISION REQUIRED

Approval of the Pension Committee’s recommendation to engage Brandes Investment Partners (“Brandes”) for a C$60 million Global Small Cap Equity mandate for the Retirement Fund. This is approximately 5% of the Fund’s market value of $1.2 billion.

IV. BACKGROUND

About the asset mix of the Carleton University Retirement Fund (“the Fund”)

The Pension Benefits Act of Ontario requires that a Statement of Investment Policies and Procedures (“SIPP”) be established for every pension plan.

The SIPP is the document that formally outlines investment policy for the Fund. In particular, it defines the asset mix policy for the plan, rate of return expectations, and categories of eligible investments. It also sets out the mandates for the Fund’s investment managers. The Pension Committee reviews the SIP&P annually, makes any necessary changes, and recommends the document for approval by the Finance Committee of the Board of Governors and the full Board. The SIPP was most recently approved in June, 2017.

The SIPP must be filed with the Financial Services Commission of Ontario.
The policy asset mix of the Carleton University Retirement Fund at June 30, 2017 was:

<table>
<thead>
<tr>
<th>Asset Class</th>
<th>Benchmark Portfolio (%)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Cash and Short-Term</td>
<td>0.0</td>
</tr>
<tr>
<td>Fixed Income</td>
<td>20.0</td>
</tr>
<tr>
<td>Canadian Equities</td>
<td>25.0</td>
</tr>
<tr>
<td>U.S. High-Yield Debt</td>
<td>5.0</td>
</tr>
<tr>
<td>Global Infrastructure</td>
<td>15.0</td>
</tr>
<tr>
<td>Non-Canadian Equities consisting of:</td>
<td>35.0</td>
</tr>
<tr>
<td>Core Large Cap</td>
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<td>Emerging Markets</td>
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<tr>
<td>Total</td>
<td>100.0</td>
</tr>
</tbody>
</table>

The allocation of 5% of the Fund to Global Small Cap equity was previously approved as part of an in-depth review of the risk and return profile of the Pension Fund. The purpose of this particular change is to diversify the Fund’s non-Canadian equity holdings that are currently heavily weighted towards large companies. The new mandate will be funded by a reduction in the Fund’s core non-Canadian equity allocation from 30% to 25%. The SIPP will be revised accordingly once the mandate is in place.

*About Global Small Cap Equity*

Global Small Cap equities are those with market capitalizations under $2.5 billion. (Market capitalization is the number of shares of a publically traded company that are outstanding multiplied by the market price per share.) While the number of small cap equities in global markets is considerably higher than those of large- and mid-cap companies, the number of analysts covering these small companies is considerably lower. This creates opportunities for outperformance relative to the market as a whole.

Global Small Cap equities should not be confused with Emerging Markets equities. While emerging markets includes many countries globally (the four largest countries in the Emerging Markets Index are China, India, Brazil and Russia), the average market capitalization of companies in the index is $38 billion which is considered large cap. (In Canada, the average market capitalization of companies on the TSX is about $6 billion.) In contrast, the Global Small Cap universe is made up of companies that have a much lower market capitalization. The
geographic distribution is not a key defining characteristic as the small cap universe includes developed and emerging economies.

**About the search process**

The Pension Committee undertook a search for a Global Small Cap Equity manager in the spring and summer of 2017. Pavilion Advisory Group, an investment consulting firm located in Montreal, was engaged to assist with the search.

A universe of 65 Global Small Cap Equity funds were screened based on history of the investment organizations, portfolio construction methodology, tenure and background of key people, and performance. From this, a long list of 10 managers was constructed. The Pension Committee reviewed each in detail. Three managers were chosen as finalists and invited to present to the Committee.

In addition to the factors above, the Committee looked at such issues as capacity constraints, each firm’s research depth, each firm’s approach to incorporating Environmental, Social and Governance (ESG) factors into the investment decision-making process, management of operational risks, compliance procedures, and consistency of investment style.

By unanimous agreement, the Pension Committee selected Brandes as the successful candidate. Below are some key facts about this investment manager:

- The firm was founded in 1974 in San Diego and has a Toronto office.
- The firm has total assets under management of $40 billion.
- The investment approach focuses on bottom-up fundamental research by Brandes analysts, and a portfolio construction process that ensures diversification among holdings and a view to preserving capital.
- Brandes is a signatory to the United Nations Principles for Responsible Investment and incorporates ESG research into its investment decision-making process.
- The fund holds between 60-80 positions, and is diversified geographically with holdings in Asia, Europe, South America, and the United States.
- Although past performance is not an indicator of future results, the fund has outperformed the Global Small Cap index by 2.5% (9.6% vs. 7.0%, annualized) over the ten-year period ending May 31, 2017.

**VI. OPTIONS**

Approve the recommendation of the Pension Committee to hire Brandes Investment Partners for a $60 million Global Small Cap Equity mandate for the Carleton University Retirement Fund or refer the matter back to the Pension Committee.

**VII. RECOMMENDATION**

That the motion of the Pension Committee to hire Brandes Investment Partners for a $60 million Global Small Cap Equity mandate for the Carleton University Retirement Fund be approved.
<table>
<thead>
<tr>
<th>Meeting Schedule</th>
<th>Work Plan</th>
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<tr>
<td><strong>October 5th</strong></td>
<td><strong>Approve:</strong>&lt;br&gt;  o Audited Financial Statements for year ended April 30/17 and Audit Finding Report (this will be done as a separate MEMBERS MEETING agenda item)&lt;br&gt;  o Board Award Criteria&lt;br&gt;  o Business Building Final Design&lt;br&gt;<strong>Updates / Presentations On:</strong>&lt;br&gt;  o President’s Goals and Objectives for 17/18&lt;br&gt;  o Dominion Chalmers Church&lt;br&gt;  o Strategic Mandate Agreement Update&lt;br&gt;  o Strategic Integrated Plan Update&lt;br&gt;  o Comprehensive Campaign Update&lt;br&gt;  o Update on Presidential Search&lt;br&gt;  o Work Plan&lt;br&gt;  o Board Retreat&lt;br&gt;  o Internal Audit Plan&lt;br&gt;  o Insurance Report</td>
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<tr>
<td><strong>October 20th-21st</strong></td>
<td><strong>Board Retreat at Carleton University</strong></td>
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<td><strong>December 5th</strong></td>
<td><strong>Approve:</strong>&lt;br&gt;  o Committee terms of reference from standing committees which might have proposed changes (if applicable)&lt;br&gt;  o Framework for 17/18 Operating Budget&lt;br&gt;  o Jury for Board Award&lt;br&gt;<strong>Updates / Presentations on:</strong>&lt;br&gt;  o Update on Presidential Search&lt;br&gt;  o Comprehensive Campaign update&lt;br&gt;  o International Portfolio Presentation&lt;br&gt;  o Enrolment Report&lt;br&gt;  o Update on Presidential Search&lt;br&gt;  o Internal Audit Report&lt;br&gt;  o Status of Implementation of Internal Audit Recommendations&lt;br&gt;  o Endowment Report</td>
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## Board of Governors Annual Work Plan
### 2017/18 Board Year

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<thead>
<tr>
<th>Date</th>
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<tr>
<td>February 8th</td>
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<td><strong>Approve:</strong></td>
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<td>o Annual Report on the Sexual Violence Policy</td>
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<td>o IT Cyber Security Presentation?</td>
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<td>March 28th</td>
<td><strong>Approve:</strong></td>
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<td>o Recommendation from CR&amp;A for Board Award recipient</td>
<td>o Update on Presidential Search</td>
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<td>o Internal Audit Reports</td>
<td>o Promotion of Research Culture Presentation</td>
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<td>o Proposed Audit Plan and Letter of Engagement from Auditors</td>
<td>o Risk Management Report</td>
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<td>o Audited Financial Statements for the Pension Fund and Report for year ended June 30, 2016</td>
<td>o Report on Internal audits</td>
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<td>o 2017/18 Proposed Ancillary Budget</td>
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<td>o 2017/18 Proposed Student Fees</td>
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<td>April 30th</td>
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<td>o 2017/18 Proposed Operating Budget</td>
<td>o Update on Presidential Search</td>
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<td>o President’s Assessment Questionnaire</td>
<td>o Status of Implementation of Internal Audit Recommendations</td>
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<td>o Board Assessment Questionnaire</td>
<td>o 16/17 Risk Assessment Report</td>
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<td>o Aboriginal Education Council Annual Report</td>
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As of May 26, 2017
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<tr>
<th>Date</th>
<th>Action</th>
<th>Updates/Presentations on</th>
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<tr>
<td>May 24th</td>
<td>Approve:</td>
<td>Update on Presidential Search, Strategic Plan Update,</td>
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<td>Environmental Health and Safety Report, Retention and Graduation Update</td>
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<td>June 28th</td>
<td><strong>Approve:</strong></td>
<td>Recommendations from Nominating Committee for membership and</td>
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<td>signing officers for 17/18 (closed)</td>
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<td></td>
<td><strong>Review and Discuss:</strong></td>
<td>Update on Presidential Search, Results of President’s Assessment Questionnaire, Results of Board Questionnaire, Strategic Plan Update</td>
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### BOARD OF GOVERNORS
#### 2017/2018 MEETING SCHEDULE

<table>
<thead>
<tr>
<th>Month</th>
<th>Day</th>
<th>Activity</th>
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<td>617 RO</td>
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<td>SEPTEMBER</td>
<td>8</td>
<td>Orientation (9 am – 1 pm)</td>
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<td>19</td>
<td>Building (1 – 3 pm)</td>
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<td>Audit &amp; Finance</td>
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<td>Comm. Relations (1 – 3 pm)</td>
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<td>Governance (1 – 3 pm)</td>
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<td>20-21</td>
<td>BOARD RETREAT</td>
<td>Residence Commons</td>
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<td>Building</td>
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<td>18</td>
<td>Fall Convocation</td>
<td>Fieldhouse</td>
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<td>Convocation</td>
<td>Fieldhouse</td>
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<td>Executive</td>
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**All meetings begin at 4pm unless otherwise noted.**
- Room 2440R (Mezzanine level, Richcraft Hall)
- Room 617 Robertson Hall, Alumni Boardroom
- Room 608, Robertson Hall, Senate Boardroom

*Senate Meeting Room, (608 Robertson Hall, 6th floor)*

**meetings are from 2pm to 4pm**

Last Updated: 26-Sep-17
Minutes of the 150th Meeting of the Building Program Committee
Monday, May 16th, 2017 at 4:00 p.m.
Richcraft Hall 2440R

MINUTES

Present: Mr. D. Craig, Chair  Dr. C. Carruthers
         Mr. J. Durrell, Vice-Chair  Mr. A. Ullett
         Mr. F. Alhattab  Ms. L. Watson
         Dr. R. O’Reilly Runte

Regrets: Ms. G. Courtland  Dr. B. Örmeci
          Mr. M. Wernick

Staff: Ms. S. Blanchard  Mr. S. Levitt
       Mr. D. Boyce  Mr. M. Piché
       Ms. A. Goth  Mr. T. Stewart
       Dr. R. Goubran

1. CALL TO ORDER AND CHAIRMAN’S REMARKS

The meeting was called to order at 4:00 p.m. The Chair remarked that there is additional business for the committee regarding the possible acquisition of the Dominion Chalmers Church which will be considered at a joint Finance and Building Program Committee meeting on June 19th at 1:00 pm. A tour of the church will be held on June 19th at 11 am and members are encouraged to attend. The committees will be tasked with accessing the viability of the building, use of the building long-term and how the facility would be maintained and administered. How the church fits with the University’s overall mission will be considered by the Executive Committee. The final decision regarding the acquisition will rest with the full Board of Governors.

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 declared.

3. APPROVAL OF THE AGENDA

It was moved by Mr. Ullett and seconded by Ms. Watson that the agenda be approved as presented. The motion carried.
4. APPROVAL OF THE MINUTES AND BUSINESS ARISING

It was moved by Mr. Durrell and seconded by Dr. Carruthers that the minutes for the 149th meeting as presented. The motion carried.

5. ITEMS FOR APPROVAL

5.1 Environmental Health and Safety Report

The report was circulated prior to the meeting. Mr. Boyce indicated that the key performance indicators show improvements in most areas between 2015 and 2016. The number of critical injuries is up by one. Two of the critical injuries happened during a freezing rain storm. The number of WSIB claims has decreased in 2016. The number of responses to fire alarms was up from 2015 and this was due to twenty-two incidents caused by factors such as water leaks, malicious acts, or construction activity. The increase in hazardous waste disposal was due to the decommissioning procedures within the Faculties which included Chemistry, Engineering, and Life Sciences. The committee had a discussion on fume hoods, biological safety cabinets and biohazards.

By 2016, all damaged asbestos-containing materials identified in the 2012 campus asbestos containing materials survey were abated or repaired. Another audit is planned in the coming year which will point out any new areas that will need to be addressed.

Looking forward to the year ahead, phase 1 of the Environment Health and Safety (EHS) Software system will be rolled out in May 2017 which will include injury, incidents, and good catches reporting. Phase 2 scheduled for December 2017 while include inspections, equipment, and audit reporting.

6. ITEMS FOR INFORMATION

6.1 Federal Infrastructure Update

The Capital Renewal Budget Report was circulated in advance. The information provided was also presented to the Finance Committee in April. The University is providing monthly reports to the government on the Strategic Investment Funds.

A possible Cap and Trade funding opportunity related to energy reduction projects was discussed. Energy reduction projects are planned as part of the renewal projects but the possibility of additional funding could accelerate the projects.

6.2 Major Construction Projects Update

The Major Capital Project list was circulated in advance. The ARISE Building is currently in demolition and the main services are being relocated. Substantial
completion is planned for the end of March 2018. The Health Science Building is nearing completion with substantial completion planned for the end of August 2017. The first classes in the building will be held in January 2018. Glengarry House which is part of the renewal program is currently under construction with scheduled completion for the end of August 2017. The renewals include upgrades to elevators and washrooms.

6.3 Deferred Maintenance Projects

A presentation was circulated in advance. Mr. Boyce outlined the Capital renewal Program for 2017-2018 and showed photos of the completed spaces which included:

- Loeb Building – renewal of 28 washrooms with universal washrooms added.
- MacOdrum Library- the exterior envelope was demolished and replaced with a glass curtain wall. The washrooms and some offices were also renewed.
- Herzberg Laboratories – renewal of washrooms, offices, and the heating/cooling system.
- Steacie Building – included the renewal of higher risk labs, stair railings, and lobby. The labs were modernized and made safer with new fume hoods.
- Tunnel – renewal and sealing between Herzberg Laboratories and Patterson Building
- Road work and pathway renewals

6.4 Major Capital Projects for 2017-2018

A five-year outlook for the Capital Renewal Program and a summary of the projects being implemented in 2017/2018 was circulated in advance. $14 million is budgeted for each year for the program which started in 2015/2016 and planned to continue until 2025/2026. The priority for the program is to renew the older buildings that are in the most need. The committee discussed lighting on campus walkways. Mr. Boyce indicated that the lighting is audited regularly and is in good shape. There is also a strategy for converting to LED lighting on campus which includes pathway lighting.

6.5 Development Opportunities during the Light Rail System Upgrades

A presentation was circulated in advance. Mr. Boyce presented the committee with an opportunity to collaborate with the City of Ottawa to enhance the tunnel connection to the Light Rail Station at Carleton. It is an opportune time to construct the tunnel connection while the station is shut down from May 2019 to August 2021. The tunnel would connect the station to the Minto Building. Another possibility to consider would be connecting the tunnel to the new Business Building (pending approval). The cost of construction would be $1 – 2 million. It was agreed a tunnel connection to the station is needed and will enhance both ridership and would be an attraction for recruiting students. It was
asked if a study on the flow of pedestrian traffic to and from the station could be considered to address the effectiveness of the tunnel location.

It was also discussed that there is an opportunity to add three levels to the existing parking structure during the Light Rail shutdown. This would be an addition of approximately 615 spots and would cost approximately $18 million. Parking will be reduced on other parts of campus including in P2 if the Business Building is constructed.

**ACTION:** Darryl Boyce to bring the total number of parking spaces on campus to the committee.

A business opportunity was suggested to promote parking on Campus for individuals looking to go downtown. They could park at Carleton and take the light rail system into the downtown core.

It was moved by Mr. Ullett and seconded by Ms. Watson to hire a consultant to do a preliminary design and costing of the light rail station tunnel and parking structure addition. The motion carried.

### 6.6 Presentation on Academic Space Utilization/Needs Assessment

A needs assessment on academic space utilization was circulated in advance. The report showed the use of our current classrooms and determined the needs of the university. The use of our current space is near capacity. Based on the needs assessment it was determined that the following classrooms are needed: 4 Rooms at capacity of 101-120, 2 rooms at capacity of 161 – 180, 1 room at capacity of 241 – 260 and 1 room at capacity of 261 – 280. With the completion of the Health Sciences Building 1 classroom at the capacity of 340 will be added. If the Business Building is constructed that would fulfill the additional current classroom requirements. Enhancements to study space are being completed annually. Office space and support space is being used at full capacity.

### 6.7 Presentation on Study of Use of the Land at the North End of Campus

A summary report on the use of the land at the north end of campus was circulated in advance. The report summarized the number of studies that have been conducted between 2011 and 2015. It was agreed there is potential room for growth of the campus in the north and there is a possibility of co-development which could generate funds for the university to put toward core strategic goals.

### 6.8 Cogeneration Building Design for Review and Discussion

Mr. Boyce presented the committee with potential designs for the co-generation building. The building would be built around a turbine and boiler which is being added to the Maintenance Building. It was suggested that the colour of the siding be made to match the existing building, the stack on the top of the building could be "sky blue" and planting could be added to tone down, blend and mask the
addition. Mr. Boyce was asked to bring a revised design to the committee for approval.

6.9 **Correspondence from OCA Concerning Prequalification Procedures**

A correspondence from the Ottawa Construction Association (OCA) concerning Carleton’s prequalification procedures as well as the University of Ottawa’s Request for Supplier Qualification for General Contractors was circulated in advance. The issues raised related to the 10-point allocation for “experience, past performance record, reference at Carleton University”. This allocation could be seen as a barrier for entry of new construction contractors and might discourage prospective contractors from putting their company forward. It was suggested that there be a response letter or meeting with the OCA to address their concern, indicating that contractors are not excluded from prequalification. It should not be seen as a violation of the process and we should offer to modify the wording of the Request for Prequalification for General Contractors.

6.10 **Draft Work Plan and Meeting Dates 2017-18**

The draft work plan and meeting dates for the 2017-18 Board year were circulated in advance for information.

7. **OTHER BUSINESS**

There was none.

8. **ADJOURNMENT**

It was moved by Mr. Ullett and seconded by Dr. Carruthers to adjourn the meeting at approximately 5:45 p.m.
Minutes of the 104th Meeting of the Community Relations and Advancement Committee

Monday, May 15, 2017
Room 2440R, Richcraft Hall

Present: Ms. L. Daly, Chair  Ms. J. Ostrajanskiy
Mr. N. Nanos, Vice-Chair  Dr. E. Sloan
Dr. C. Carruthers  Ms. C. Switzer
Dr. R. O’Reilly Runte  Ms. J. Teron (non-voting member)
Mr. D. Fortin (phone)  Ms. R. Thompson
Mr. J. Nordenstrom

Staff: Ms. S. Blanchard  Ms. K. Hutchence
Ms. A. Goth  Mr. S. Levitt

Guests: Ms. J. Bebbington  Ms. J. Conley
Mr. D. Cumming  Ms. Janice O’Farrell

Regrets: Mr. R. Richardson  Mr. M. Wernick
Mr. G. Owens

1. CALL TO ORDER AND CHAIR’S REMARKS

The meeting was called to order at 1:32 p.m. The Chair welcomed everyone and thanked them for their year’s work. The President also thanked Ms. Daly for her term as Chair.

2. DECLARATION OF CONFLICT OF INTEREST

The chair asked if anyone on the Committee felt the need to declare a conflict of interest. There were none declared.

3. APPROVAL OF THE AGENDA

It was moved by Mr. Nordenstrom and seconded by Dr. Sloan that the Community Relations and Advancement Committee approve the agenda of the 104th meeting, as presented. The motion carried.
4. APPROVAL OF MINUTES

It was moved by Ms. Switzer and seconded by Dr. Sloan that the Community Relations and Advancement Committee approve the minutes of the 102nd meeting as presented. The motion carried.

It was moved by Ms. Switzer and seconded by Mr. Nanos that the Community Relations and Advancement Committee approve the minutes of the 103rd meeting, as presented. The motion carried.

5. BUSINESS ARISING

The Chair reported that the Board approved the committee’s recommendation for the Board Award. It will be given to Gabriel Bernal Astrain on June 13th at the morning ceremony. Ms. Ostrajanskiy, who served on the Award Jury, stated that the recipient was the only applicant with long-term consistent volunteerism. Mr. Cumming stated that additional publicity of this award will be provided closer to Convocation.

6. ITEMS FOR DELIBERATION

a. Talk Exchange

The Talk Exchange executive summary, notes and feedback documents were circulated in advance. The Talk Exchange event was held on March 20th, 2017 and had students, staff, faculty, alumni and donor participants. Notes at the event were taken by Paul Mention Centre student volunteers. The feedback was generally positive and helped to engage stakeholders. The participants were happy to see board members at the event and contributing to the group discussions, it was suggested for future events that more Board member participation would be appropriate.

It was expressed that the format, goals and follow-up on feedback are vital to provide engagement and manage expectations of the participants. It was stressed that this was a listening exercise and that the board needs to ensure that the forum’s purpose continues to focus on promoting positive conversations versus making decisions. There was success of the initial concept of the event but there is a need to evaluate how it fits into our governance structure.

A need for engagement with students was brought forward and it was suggested that students be informed during orientation of who the student governors are on the board so they can contact them to express their interests and concerns. It was suggested that the Board could have an update after each board meeting from a student governor with the Charlatan to help engage and inform students. It was also suggested that we should investigate how other university boards engage with their student bodies. There were some misconceptions by the participants about board governance and representation which could be used as a learning opportunity.

Diversity on the board was brought forward as an issue and it was suggested that this be brought forward to Nominating Committee for consideration.
It was decided that after the board has received and discussed the Talk Exchange Report at the June 29th meeting that all documents be publicly posted to the Board of Governors website and each participant will also be emailed the report.

It was moved by Mr. Nanos, and seconded by Mr. Nordenstrom to recommend to the Board to continue the engagement exercise and that a plan from the Community Relations and Advancement Committee be prepared for board consideration including a proposed mandate for the Talk Exchange, the frequency of the gatherings, potential topics, and how actionable suggestions will be dealt with. The motion passed.

b. Work Plan and Meeting Dates 2017-18

A draft work plan was circulated in advance. Ms. Goth invited everyone to provide feedback and make suggestions for additional topics. The committee discussed having additional information on the comprehensive campaign, providing leadership for other Board members on the Presidential transition, and dedicating one meeting per year to provide student presentations to the committee as an additional form of listening. The committee decided that the new committee membership should re-examine this work plan at their next meeting and make any changes necessary.

7. ITEMS FOR INFORMATION

a. Communications Update (Mr. D. Cumming)

Mr. Cumming reported on the 75th Anniversary Events which included the launch of the Carleton at 75, subtitled Reflections + Photos, 1942 – 2017 book on March 29th. The book received significant publicity including an interview with Patti Harper on CBC’s “Our Ottawa”. The initial sales of the book are strong and the committee is assessing a possible reprint. Planning continues for the remaining signature events in 2017.

On June 18th, a 75th Anniversary reception will be held at the Chateau Laurier Hotel. This will include a presentation of the Key to the City to Carleton from Major Jim Watson, in honour of its 75th anniversary.

Planning continues for the fall Academic Expo, a conference that will take place on and off campus, focusing on the theme of community engagement.

The Department of Communications has completed 19 feature stories promoting 75th anniversary events. The next story will be “Inspiration Village” that will be showcased at the Byward Market from mid-May to September that will feature work by Carleton’s Design students.

Transitions planning in leadership of the 75th Steering Committee is underway with Peter Ricketts briefing Jerry Tomberlin, interim Provost for the balance of the programming for the rest of the year.
Issues on the Horizon include preparations for collective bargaining with CUASA and CUPE 2424, communication plans for the presidential search process and other academic leadership positions, and communications in regard to various construction projects.

b. Student Enrolment Update (Ms. J. O’Farrell)

Ms. Blanchard introduced Ms. O’Farrell to provide a presentation that was distributed with the meeting materials. Ms. O’Farrell reported that our 1st and 2nd choice applications are strong with our confirmations slightly ahead from last year. The number of applications have increased from students in Ottawa and international students.

Recruitment staff make targeted recruitment efforts by working with embassies, focusing on countries where potential students have strong English skills and offering scholarships to develop growth opportunities in international students. The committee had a discussion on entrance averages.

c. Co-operative Education at Carleton (Ms. J. Bebbington)

Ms. Blanchard stated that employability following graduation is an increasing priority of the provincial government, as indicated in the discussion on experiential learning (which includes co-op) for the Strategic Mandate Agreement (SMA). Ms. Blanchard introduced Ms. Bebbington to provide a presentation that was distributed with the meeting materials.

The Co-op Office has expanded its staff to work with students and companies to create a large number of co-op opportunities across many disciplines. A student must be registered full-time to participate in the program. Each student takes a Co-Op 1000 course which is a pass/fail grade and provides help with resumés, sets realistic expectations and helps finding a job and doing mock interviewing.

The conversion rate of how many students who complete co-op and then end up working for the same employer is currently anecdotal.

The committee discussed ways to promote and recruit students to participate in Co-Op including different tuition structures and receipt of bursaries once a student is successfully hired.

d. Comprehensive Campaign and Advancement Update (Ms. Jennifer Conley)

A University Advancement Update and Upcoming Events listing was provided in advance. Ms. Conley reported that as of May 15, the Campaign total as of April 28th was $223,899,636. Advancement has recently hired Mr. Doug Puffer, an expert in planned giving and is conducting outreach legacy engagement with direct mailings, is developing a planned giving website and started an online survey to help fuel additional ideas. Ms. Conley stated that any philanthropic funds (non-governmental) for the Concert Hall would also count towards this comprehensive campaign.
8. OTHER BUSINESS
At the request of a committee member, the Chair moved the meeting into an in-camera session. All management and non-elected staff left the meeting.

9. ADJOURNMENT
The Community Relations and Advancement Committee adjourned following the in-camera session.
1. **CALL TO ORDER AND CHAIRMAN’S REMARKS**

The meeting was called to order at 1:31 p.m. The Chair noted that the meeting is the last one scheduled for the 2016/17 Board Year.

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 Mr. Nanos that the agenda of the 289th meeting of the Finance Committee be approved, as presented. The motion carried.
4. APPROVAL OF MINUTES

4.1 Minutes of the previous meeting

Minutes of the 288th Finance Committee were circulated. It was moved by Ms. Switzer and seconded by Dr. Afagh that the minutes be approved, as presented. The motion carried.

4.2 Business Arising

At the 288th Finance Committee, a report on the average percentage of Canadian Research Chairs (CRC) at other institutions and how Carleton compares was requested. The exact number of CRCs is not known, as direct comparisons are only possible for publicly funded Chairs. The number of CRCs allocated to a university is proportional to the amount of research grant funding that the university receives (from NSERC, CIHR and SSHRC) in the three years prior to the year of allocation. In 2013, the total number of CRCs was approximately 2000 of which Carleton had 25.

5. ITEM(S) FOR APPROVAL

5.1 Operating Budget 2017/2018

A working paper, presentation and operating budget notes were provided in advance. Mr. Piché gave a presentation outlining the planning framework, summary of financial projection, budget analysis, pension plan, enrolment projections, financial risks and a recommendation for the approval of the 2017-2018 Operating Budget.

A correction of the appendix header to the Budget Notes on page 11 was noted.

The University’s goal is to maintain a balanced operating budget that will permit progress towards institutional priorities as outlined in the Strategic Integrated Plan. Strategic priorities for the coming year are linked to budget resources and were outlined in the presentation. The key priorities for the coming year are: research support and infrastructure, student services, leadership succession and collective bargaining.

An update on Capital Project Expenditures was given and outlined with no significant cost overruns. The projected timeline for significant completion of the Health Sciences Building is mid-September. The Energy Project is targeted for completion in the summer of 2018. The ARISE Building is well underway.

Mr. Nordenstrom moved, and it was seconded by Mr. Nanos, that it be recommended to Executive Committee and the Board, to approve the 2017-2018 Operating Budget, as presented. The motion carried.
5.2 Student Association Fees 2017/18

A working paper were provided in advance. The Board reviews and approves any changes to student fees annually.

The Undergraduate Students’ Association Fees that are increased annually by Consumer Price Index (CPI) in accordance with previous referenda and/or agreement with the Carleton Financial Services (CFS) were outlined. An annual increase of 2.5% for the U-Pass fee was proposed as per agreement between Carleton University and OC Transpo and passed by referendum held by CUSA in 2012.

The Graduate Students’ Association Fees that increased annually by CPI in accordance with previous referenda or by agreement with the CFS were outlined. Three additional changes, not related to CPI, were proposed for 2017-2018 that included:

- Annual increase of 2.5% in U-Pass as above passed by referendum held by GSA in 2012.
- Graduate Student health, dental and accident insurance premium increased by $20 per year for full time students passed by referendum held in March 2017.
- A new student levy in the amount of $50 per term ($25 per term for part-time students) for Graduate students in the MAcc program, in order to support Sprott MAcc Society events/initiatives and passed by referendum held in January 2017.

Compulsory Fees for CUSA and GSA for Athletics and Health Services per term for 2017-2018 were also outlined.

Mr. Nordenstrom moved, and it was seconded by Ms. Switzer, that it be recommend to Executive Committee and the Board, to approve the proposed changes to the 2017/2018 Student Association Fees be approved for implemented on September 1, 2017, as presented. The motion carried.

The Finance Committee has requested that the Ancillary Protocol Committee meet to review the ancillary fee protocol regarding referendum approval thresholds.

5.3 Business Case for the Dominion-Chalmer Church Project

The business case was provided in advance. This item was tabled for discussion at a subsequent meeting at the discretion of the Chair.

5.4 Strategic Research Investments

A working paper was provided in advance. The Finance Committee approved a motion at the November 10, 2015 meeting, which was subsequently approved by the Board of Governors on November 24, 2015, to allocate a one-time investment of
$9.8M to compete for contributions of approximately $68.6M from the Canada First – Research Excellence Fund that focused on Aerospace research. Unfortunately, this project was not selected. It was proposed that the $9.8M reserve be re-purposed to invest in attracting new external research funding that requires or would benefit from such a contribution. The fund will be used for two purposes. First, it will be used to provide support to our top researchers applying for large external grants and contracts. Secondly, it will be used to leverage external funding by providing University contributions to maximize the success of applications.

It is expected that funds will be spent over a three-year period and that they will generate indirect revenue. The funds will be administered by the Vice-President (Research and International), overseen by committees under the VPRI. Annual reports concerning the allocations will be made to the Financial Planning Group.

Dr. Afagh moved, and it was seconded by Mr. Nanos, that it be recommended to the Board, to approve the $9.8M reserve previously being held for the CF-REF project be repurposed to a more general matching research fund, administered by the Vice-President (Research and International) and monitored by the Financial Planning Group, as presented. The motion carried.

6. ITEM(S) FOR INFORMATION

6.1 Update on Deferred Maintenance Projects and Capital Projects

An update was given under agenda item 5.1.

6.2 Update on 2016/17 Operating Surplus and Allocations

The working paper and presentation circulated and approved at the March 8th, 2017 Finance Committee meeting was circulated for information.

7. IN-CAMERA SESSION

An in-camera session was not held.

8. OTHER BUSINESS

No additional business was raised.

9. ADJOURNMENT

It was moved by Dr. Carruthers and seconded by Mr. Nordenstrom to adjourn the meeting at approximately 3:15 p.m.
Joint Minutes of the Finance and Building Program Committee
Monday, June 19th, 2017 at 1:00 p.m.
Room 2440R, Richcraft Hall

Present:  Mr. B. Wener, Co-Chair
          Mr. D. Craig, Co-Chair
          Dr. F. Afagh
          Ms. D. Armstrong, Vice-Chair
          Dr. C. Carruthers
          Mr. J. Durrell, Vice-Chair
          Mr. N. Nanos (phone)
          Mr. J. Nordenstrom
          Dr. R. Runte
          Ms. C. Switzer
          Mr. A. Ulllett
          Ms. L. Watson

Staff:    Ms. S. Blanchard
          Mr. D. Boyce
          Dr. W. Clement
          Ms. A. Goth
          Mr. S. Levitt
          Mr. M. Piché
          Dr. P. Théberge
          Dr. J. Tomberlin
          Dr. J. Wright

Regrets:  Mr. F. Alhattab
          Ms. C. Gold
          Mr. G. Courtland
          Dr. B. Örmeci
          Mr. M. Wernick

1. CALL TO ORDER AND CHAIRMAN’S REMARKS

   The meeting was called to order at 1:00 p.m. The Chair of the Finance Committee
remarked that the meeting is to consider an opportunity with the Dominion Chalmers
United Church which has been under consideration at the university over the last number
of months. The proposition includes ownership and control of the event facility. The
facility would allow Carleton to implement activities at the church and would provide
opportunities to partner and collaborate with the City of Ottawa and the community.

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 Mr. Nordenstrom and seconded by Ms. Switzer that the agenda of the Joint Finance and Building Program Committee be approved, as presented. The motion carried.

4. APPROVAL OF APPROVAL & DELIBERATION

4.1 Cogeneration Building Design

The existing heating plant is 45 years old. In the last 16 years the campus space has expanded by 1 million square feet which has increased the loads on the steam plant and electrical services capacity feeding the campus. The existing boilers have reliability concerns and a lack of standby capacity sufficient to meet the demands of the increased space.

It is proposed to add a combined heat and power cogeneration system that will increase our steam capacity and generate power at a cost that is less than the purchase price from the Hydro Ottawa system. The total cost of the project is $20,700,000 with $5,000,000 being received from the Ontario Power Authority reducing the total cost to $15,700,000.

The facility would be constructed as an extension of the Maintenance Building with a steel frame and steel-clad exterior. Once the turbine and the boiler are in place, an addition to the west side of the Heating Plant will be constructed to enclose the system. The addition envelope will be constructed with a metal dark-brown panel system which will tie into the dark Endicott brick of the existing building. A rendering was circulated to the committees prior to the meeting.

It was moved by Ms. Watson and seconded by Mr. Ullett to recommend the approval of the design and appearance of the Combined Heat and Power Plant addition to the Board, as presented. The motion carried.

4.2 Dominion Chalmers United Church

Carleton University is exploring the possibility of acquiring the Dominion-Chalmers United Church to act as an events facility and public exhibition area, and to support the academic value of existing and future programs with practice space, teaching rooms and offices.

Interim Dean of the Faculty of Arts and Social Sciences (FASS), Dr. Clement gave a presentation on the academic value of the venture. The anchor programs would include Performance Studies and Heritage Conservation. There would also be a host of other occasional-use users. There is an opportunity to develop programs in and around this space that would use the space as their “home base”. The Performance Studies program would be enabled by the space and would bring together the performance
aspects of Music, Drama Studies and Public History as an interdisciplinary study. It is proposed to launch a new, interdisciplinary minor in Performance in the Public Sphere that would be enabled by this acquisition.

A recording studio is proposed that would be a shared professional-quality facility for audio and video recording and live-streaming. The funding for the studio has been secured from a donor. A Jazz and Creative Improvised Music program planned for September 2018 will only go forward with this new space acquisition.

The Music Department would act as the core tenant with approximately half of the faculty being relocated to the church to make daily use of the facilities for instruction and rehearsals. Other rehearsal and performance activities for Music and Drama Studies would be scheduled in the evenings and on Fridays.

The space would allow for the creation of a Carleton Heritage Conservation Research Centre which would house the Heritage Conservation program. The creation of the centre would enable partnership with Algonquin College’s Heritage Institute.

Carleton University Art Gallery is dedicated to rotating exhibits within the space, with the possibility of establishing permanent exhibits there.

It was proposed that a governance structure is set up as there will be more demand than space available. An Advisory Committee on the Use of Space of the Church would be established to help allocate the space and would include representation from the faculty, Senate, Board and community. It was discussed that the Dean of FASS would have academic ownership for the facility and, with the assistance of the Vice-President (Finance and Administration), would take the lead on staffing, space assignment and booking.

The Learning in Retirement Program which is highly successful and creates a lot of good-will for Carleton has interest in hosting courses at the church.

Rezoning is required to Minor Institutional but there are no foreseen problems. Further due diligence is needed to confirm zoning for future building use and the heritage status limitations. Parking capacity for students and staff was raised as a concern.

There are development opportunities associated with the purchase which increases the assessment value of the property. Further due diligence is needed to confirm the future development possibilities as well as a possible exit strategy.

There is a condition on the purchase for church use (3,500 sq. ft.) for office space, music library and the concert hall (Woodside Hall) on a set schedule on 50-year lease (operating cost only). The lease cancellation penalty is to be negotiated.

Renovations to the church are needed and were outlined in the condition assessment, with an estimated value of $1.6 million. Funding has been secured to cover the cost of
the renovations. Further due diligence is needed to confirm the condition assessment for major renovations, phase 1 environmental assessment as well as building code compliance (and others). Part of the renovation would include fixing the organ and making it mobile; pricing for this needs to be confirmed. The electrical service to the building and the HVAC system were raised as items of concern.

The Operating Model was outlined which is in line with the current Carleton model of having Student Services, Conference Services, Department of University Safety and Facility Management Planning manage classroom scheduling, concert hall scheduling, parking and maintenance respectively. Further confirmation and costing details of the operating model is needed to ensure that the church would be a safe space for students and staff. The Operating Plan was outlined and indicated that the facility would be projected to break-even over five years. Further due diligence is needed to confirm the operating model and operating plan including staffing onsite. The revenue and expense model used for the church will be inherently different from a normal campus building.

Various letters of support from Chamberfest, the Ottawa Symphony Orchestra, Carleton University, the City of Ottawa and the Ottawa Community were circulated. Further consultation with students and faculty is needed.

The size of the Music Department and program was discussed. It was stated that there are nine full-time faculty members, and approximately 186.7 FTEs (without Graduate Programs). There are also approximately 55 part-time one-on-one performance instructors and 12 ensemble instructors. There are many cross-appointments and contract instructors. It is difficult for the department to grow without additional space. There are many applications to the music program and only a small number of individuals are selected. It was noted that the provincial government is changing the funding formula, so enrolment growth might not be in the best interest of the institution in the long-term.

The Province of Ontario has shown a commitment of $5 million to support the possible acquisition of the church, and the Board has until March 2018 to make a decision to ensure the funding is received.

The committees were asked to send any additional questions or areas of due-diligence to investigate to Michel Piché and to copy both Mr. Wener and Mr. Craig.

Dr. Runte was thanked for her leadership on the Dominion Chalmers United Church Project.

The Co-Chairs thanked the Finance and Building Program Committees members for their participation, completion of their work plans and for attending extra meetings throughout the year.

It was moved by Ms. Armstrong and seconded by Mr. Durrell, that the Finance and Building Program Committees recommends entering an offer of purchase and sale (or
whatever the appropriate non-binding document is) with Dominion Chalmers Church subject to a 90-day due diligence at a purchase price and at the absolute satisfaction of the Carleton University Board of Governors. The document should be drafted by general counsel with the advice of external counsel where necessary. The motion carried.

5. **IN-CAMERA SESSION**

An in-camera session was not held.

6. **OTHER BUSINESS**

No additional business was raised.

7. **ADJOURNMENT**

It was moved by Ms. Armstrong and seconded by Mr. Ullett to adjourn the meeting at approximately 3:00 p.m.