

This report is intended as an informative and unofficial summary of the matters discussed by the board. The formal record of this meeting, which includes the wording and disposition of motions (including abstentions), is contained in the official minutes.

**REPORT OF MEETING OF THE
UNIVERSITY OF SASKATCHEWAN BOARD OF GOVERNORS
BOARD ROOM, PETER MACKINNON BUILDING
Thursday, December 7 and Friday, December 8, 2017**

Board members present: Lee Ahenakew (Chair), Daphne Arnason, Shelley Brown, Grant Devine, David D’Eon, Ritu Malhotra, Roy Romanow, Peter Stoicheff

Resource officers: Beth Bilson (secretary), Karen Chad, Greg Fowler, Debra Pozega Osburn, Tony Vannelli

Further information about the composition of the Board of Governors and its committees, as well as the bylaws and annual work plan of the Board, are available at <http://www.usask.ca/secretariat/governing-bodies/board-of-governors/>

Agenda Item	Subject	Comments/Decisions
1.	Approval of agenda	The chair acknowledged the board’s presence on the traditional territory of Treaty 6 and the homeland of the Métis. He called the meeting to order at 8:15 a.m. on December 7. No conflicts of interest were identified.
2.	President’s opening remarks	<p>The president welcomed Board members and provided comments to set the tone for the meetings. He spoke to challenges that seem to be coming more pressing for universities such as the issue of freedom of expression and balancing protection of free expression and creation of a safe and productive environment for a diverse and inclusive community.</p> <p>The president noted that the financial pressures on the university continue to be intense, and would be the subject of Board discussion later in the agenda.</p> <p>He reported that the accreditation team for the College of Medicine had visited the university at the end of October and it was anticipated that their report would be issued sometime in the spring or early summer.</p> <p>The president referred to his recent speech to the Saskatoon Chamber of Commerce, November 29. He stated that the university has the largest regional</p>

		<p>economic impact of any Canadian university. An illustration of the growing research reputation of the university is the recent award of a Canada 150 Research Chair, which was the result of a highly competitive process.</p> <p>The president reported that a memorandum of understanding was recently signed with the Remai Modern Gallery, and one will shortly be signed with the City of Saskatoon, commenting that cities are important sites of influence in modern society, and it is incumbent on universities to develop meaningful partnerships with their cities.</p> <p>He also spoke to senior administration's continued work on a government relations strategy; and the consultation process for the university plan.</p> <p>In March, the Board will be given an opportunity to comment on a plan that is unique in form and outward-looking in character. It is anticipated that the Board will be asked to approve the plan in June.</p>
3.	Minutes of the meeting of October 11 and 12, 2017	The approval of the October minutes was deferred to the March meeting.
4.	Business arising	None.
5,	Risk discussion – Cybersecurity	<p>Chief information officer and associate vice-president, information and communications technology, Shari Baraniuk, spoke to the Board about the steps taken to address cybersecurity issues at the university. Until recently breaches of computer security systems were not really a significant problem for postsecondary institutions. In the last five years attacks designed to access personal and research data have increased sharply. Current projects include the installation of safeguards up to accepted security standards on university devices, and network segmentation – the creation of more separation between different parts of the network through the addition of firewalls.</p>
6.	Budget discussion	The Provost and the vice-president finance and resources reported on the financial planning process being followed in preparation for the 2018-19 university budget.
7.	Standing Committees	

7.1	Finance and Investment Committee	<i>The committee met on December 7. Members in attendance: David D'Eon (acting chair), Grant Devine</i>
7.1.1	Minutes of the Finance and Investment Committee meeting of October 11, 2017	The minutes were received for information.
7.1.2	Business arising	None.
7.1.3	Quarterly financial report	Greg Fowler, vice-president finance and resources, discussed the second quarter financial results.
7.1.4	Fundraising/advancement report	University relations vice-president Debra Pozega Osburn, provided this report as information.
7.1.5	Advancement campaign strategy	Vice-president Pozega Osburn introduced her leadership team to the Board members and spoke to plans for the advancement campaign strategy. She indicated that the last institutional campaign occurred over a decade ago. The fund raising landscape has changed significantly since and requires that the university think differently about fundraising and donors. She reiterated that a feasibility study will be completed in the new year and that an internal campaign advisor group will be established.
7.1.6	Tuition changes on new or revised programs and courses	The Board of Governors approved the tuition rates applied to new revised programs and courses for inclusion in the 2018-19 U of S Course and Program Catalogue as presented.
7.1.7	Annual endowment report and spending policy review	The Board approved a reduction of the endowment spending policy for 2018-19 from the current level of 4.0% to 3.75%.
7.2	Human Resources	<i>The committee met December 7. Members in attendance: Lee Ahenakew (chair), Ritu Malhotra, Peter Stoicheff</i>
7.2.1	Minutes of the Human Resources committee meeting of October 11, 2017	This item was received for information.
7.2.2	Business arising and action items	People and resources associate vice-president Cheryl Carver, provided an update on the public salary disclosure reporting approved by the board earlier this year. The plan has shifted to publish in the middle of next year (2018). The university will continue to prepare the salary information and provide it to university archives, as is past practice.
7.2.3	Review of exempt total rewards	The Board approved the proposed changes to the exempt total rewards program, effective March 1, 2018.
7.2.4	Bargaining and labour relations update	This item was received for information.

7.2.5	Safety, environment, health and wellness update	This item was received for information.
7.2.6	Appointment of vice-dean (director) School of Public Policy, Saskatoon Campus	The Board of Governors approved the appointment of Dr. Murray Fulton as vice-dean (director), School of Public Policy, Saskatoon campus for a two and a half year term effective January 1, 2018.
7.2.7	The provost and vice-president academic report on senior administrative appointments	This item was received for information.
7.2.8	The provost and vice-president academic report on senior academic appointments	This item was received for information.
7.3	Land and Facilities Committee	<i>The committee met on December 7, 2017. Members in attendance were: Daphne Arnason (chair), David D'Eon Grant Devine, Ritu Malhotra</i>
7.3.1	Minutes of the Land and Facilities Committee October 11,2017	The minutes were received for information.
7.3.1.1	Business arising and action items	None.
7.3.2	Northern Gateway Hub	Confidential.
7.3.3	University library transformation – Phase 3 – Science library lower level fit-up	The Board of Governors granted Board 2 approval of the final project location, programme, design, schedule and capital and operating budgets for the University Library Transformation Phase 3 – Science library lower level fit-up project.
7.3.4	Sports science and health centre – interior fit-up within Merlis Belsher Place	The Board of Governors granted Board 1 and 2 approval for the interior fit-up of the Sports science and health centre in Merlis Belsher Place capital budget and operating budget, subject to the finalization of the donor agreement.
7.3.5	Transfer of riverbank land	The Board of Governors approved the transfer of two parcels of riverbank land, totaling approximately 1.54 acres, to the City of Saskatoon effective immediately.
7.3.6	College quarter ice facility - update	This item was received for information.
7.3.7	Innovation Place discussion	This item was received for discussion.
7.3.8	Sustainability annual update	This item was discussed.
7.3.9	Major capital projects – portfolio and status updates	This item was discussed.

7.3.10	Update on delegated administrative approvals	This item was received for information.
7.4	Audit Committee	<i>The committee met on December 7, 2017. Members in attendance: Daphne Arnason (acting chair), Lee Ahenakew, Roy Romanow</i>
	Approval of the agenda	The committee elected to re-order the agenda to consider items 7.4.3 and 7.4.4 and then continue with the remaining agenda items.
7.4.3	Progress report on Provincial Auditor's recommendations	Finance and resources vice-president, Greg Fowler, spoke to the progress being made on the three recommendations from the Provincial Auditor: review of bylaws of the university subsidiaries to ensure no possible violation of The University of Saskatchewan Act, 1995; that university staff responsible for purchasing goods and services be made aware of the University's sole source purchasing requirements; and that user access to computer systems and data should be promptly removed when the access is no longer required.
7.4.4	Provincial auditor's planning memorandum	The provincial auditor reviewed the planning memorandum with the committee, noting no significant changes from the last year.
7.4.1	The minutes of the Audit Committee, December 7, 2017	The minutes were received for information.
7.4.2	Business arising and action items	This item was received for information.
7.4.5	Report on internal controls	The controller, Terry Summers, updated the committee on progress made on various internal control initiatives.
7.4.6	Fraud deterrence program	The controller indicated that the fraud risk assessment is being refreshed. A report will be provided to the committee at the March 2018 meeting.
7.4.7	University risk management update	Greg Fowler outlined the activities that have been performed since the October 2017 committee meeting with respect to the implementation of the University Risk Management (URM) program.
7.4.8	University risk management policy	The item was deferred until the review of the committees' terms of reference and work plans have been completed.
7.4.9	Insurance program and claims report	Greg Fowler spoke to the different types of insurance that the university holds.
7.4.10	Report on other external audit activities	Ms. Summers summarized the external audit activity since the last report December 2016, which consisted of an annual procedures engagement of the United States

		Department of Education Federal Family Education Loan Program (no significant issues identified) and a one-time financial compliance audit of the Collaborative Science Research Building Capital Project (no significant issues identified). The Provincial Auditor will conduct a final audit of the capital project, with its report expected on June 30, 2018.
7.4.11	Report on internal audit activities	Chief audit executive, Dailene Kells highlighted progress made to date on the 2018 Audit Plan.
7.4.12	Compliance, privacy, ethics and legal updates	This update was received for information.
7.4.13	Closed session items - Vice-president, finance and resources and audit committee members - Interim chief audit executive and audit committee members	
7.5	Governance and Executive Committee	<i>The Governance and Executive Committee met on December 7, 2017. Members in attendance: Shelley Brown (chair), Lee Ahenakew, Ritu Malhotra, Peter Stoicheff</i>
7.5.1	The minutes of the Audit Committee meeting of October 11, 2017 <ul style="list-style-type: none"> • Business arising 	The minutes were received for information. None.
7.5.2	Review Board skills matrix	An updated Board skills matrix was provided in the materials for the committee's review.
7.5.3	President's mid-year update	The President proposed to discuss his activities during the President's report, in-camera session.
7.5.4	Annual report on related entities	This report was received for information.
7.5.5	Board transparency – Board publications	The chief executive auditor facilitated a discussion with members on Board transparency, speaking to the various communication channels that demonstrate the current practice of the Board of Governors for sharing of meeting information. Ms. Kells also shared information on practices carried out by other institutions.
7.5.6	Meetings of Board committees	Discussion regarding consideration of member only committee meetings may be further investigated as part of the review of Board bylaws and terms of reference currently being undertaken.
7.5.7	Review of Board bylaws and committee work plans	At the October 2017 Board meeting, the Office of the University Secretary was asked to carry out a review of the Board bylaws, ensuring that policies owned by Board are consistent with bylaws and the mandate of the Board. Associate vice-president, People and Resources, Cheryl

		Carver will lead this project and has recruited Professor Vincent Bruni-Bossio, Edwards School of Business to assist.
8.	Correspondence received	This item was received for information.
9.	President's report	This item was received for information.
10.	In-camera session – Board and president only	Board and president only.
11.	In-camera session	Board only.
12.	Adjournment and date of next meeting	The next meeting will be held on March 20, 2018.