Page 01

Withheld pursuant to/removed as

s.3

Henderson, Kim N PREM:EX

From: Henderson, Kim N CITZ:EX
Sent: Wednesday, October 19, 2011 4:29 PM
To: McLaughlin, Joel G LCTZ:EX; Greer, David GCPE:EX
Cc: Nikolejsin, Dave CITZ:EX
Subject: RE: Pending Order and letter

s.13

From: McLaughlin, Joel G LCTZ:EX
Sent: Wednesday, October 19, 2011 4:27 PM
To: Henderson, Kim N CITZ:EX; Greer, David GCPE:EX
Cc: Nikolejsin, Dave CITZ:EX
Subject: RE: Pending Order and letter

Thanks for this, Kim. I agree with the proposed response points subject to seeing the letter. Also, if we were inclined to
s.13

jm

s.3

Page 03 to/à Page 07

Withheld pursuant to/removed as

s.3

Page 08

Withheld pursuant to/removed as

NR

Carr, Steve PREM:EX

From: Mark Mac Lean <maclean@math.ubc.ca>
Sent: Thursday, January 28, 2016 11:28 AM
To: Carr, Steve PREM:EX
Subject: UBC FA letter to faculty
Attachments: LT FA members 28 Jan 2016.pdf; ATT00001.htm

Dear Steve,

Thank you for calling me today and for the opportunity to share some of the concerns we have over the present situation at UBC.

I am attaching for your information the penultimate draft of our communication to the faculty. I expect it will be sent out just after noon.

Cheers,

Mark

It has been a while since the Faculty Association last communicated with members about the aftermath of the resignation of Dr. Arvind Gupta. Since the Board of Governor's refusal last fall to provide a full explanation as to how the University came to lose its president, the Faculty Association has engaged in a search for information to attempt to piece together the events that led to Dr. Gupta's resignation. Our goal has been to determine if there was due process leading up to the Board accepting Dr. Gupta's resignation. Dr. Gupta has now publicly stated that a formal review was never done.

Information that has come out from freedom of information requests, as well as Wednesday's leak of documents, has justified our concern that the Board of Governors had acted via secret, in camera processes that do not meet the standards of best practices for public bodies in British Columbia. Worse, it is becoming apparent that such a lack of public accountability is the normal mode of operation for the UBC Board of Governors, and we are concerned that the actions of the Board may expose the University to charges of contravention of the University Act and provincial privacy and access to information laws.

Soon after we became aware of Dr. Gupta's resignation, the Faculty Association made a number of freedom of information requests to the University of British Columbia. We sought information about the following matters:

1. the Board Manual that is to be issued to all members of the Board;
2. a list of all committees of the Board, including Standing Committees, Ad Hoc Committees, and Special Committees, from January 1, 2013 to present;
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7. all available minutes of the Executive and Governance Committees since January 1, 2012.

The University gave partial responses to these requests on December 18, 2015, and January 11, 2016, and the Office of the University Counsel continues to work to provide a full response.

We made these particular requests because we were looking for details of the process by which Dr. Gupta had been reviewed by the Board before the Board accepted his resignation on August 7, 2015. We were concerned that there was a significant variance from the usual process followed at UBC for the review of the President. The expected process is outlined in Dr. Gupta's contract, and is broadly in keeping with the guidelines laid down by the Province of British Columbia's Board Resourcing and

Development Office. This body lies within the Premier's Office, and has a "mandate to bring professional processes to the area of director appointment and corporate governance in the public sector." The BRDO establishes guidelines for best practices in matters of governance and disclosure. These guidelines allow us to compare UBC practices to best practices, and to the expectations the government sets for public boards.

The Board is mandated by the Provincial Government to respect these guidelines, and every member of the Board has signed the formal mandate letter that specifies this obligation.

It is now clear from the documents and from Professor Gupta's public statement that no review was ever conducted. Rather, Professor Gupta's performance seems to have been evaluated personally by John Montalbano, together with a few Board members, including Greg Peet, Lindsay Gordon, and Alice Laberge. The formal committees of the Board appear to have been bypassed, and it is not clear whether the Board as a whole was ever apprised of the process, most of which seems to have occurred via undocumented and unreported meetings. Furthermore, it is unclear whether Dr. Gupta himself was aware that the series of meetings to which he was summoned constituted a performance review. According to his own statements, he was never presented with any actual evidence of the claims that were made about his performance. It is perhaps noteworthy that no elected member of the Board appears to have been involved in the process.

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It is alarming to us that the records supplied in response to a formal request under the Access to Information laws should be incomplete, and that University Counsel should be supplied with incomplete records. As such, this would appear to be a violation of the *Freedom of Information and Protection of Privacy Act* (FIPPA).

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Our request for a copy of the Board Manual is a case in point. Our request was made on September 27, 2015 and a copy of the Manual was sent to us on December 18, 2015. No public copy of this Manual exists. According to provincial "best practices" guidelines, the Manual "should include the board charter; committee terms of reference; the directors' Charter of Expectations; the Code of Conduct and Ethics; and the organization's bylaws, operational policies and relevant legislation."

However, the document we received as the Board Manual is incomplete. Much of the document simply references the Board website by way of a number of (non-functioning) hyperlinks. The Manual has no details about Board practices or governance procedures, which, judging from the documents, appear to be run at the whim of the Chair and Board Secretary, with little or no oversight.

Faculty members (and the public) expect the Board of Governors to operate in the best interests of the university, *and to be seen to be doing so*. The requirement for

transparency and accountabilty is a formal one, spelled out explicitly in the Letter of Mandate.

We will refrain from comment regarding the substance of the material that was leaked by the University Administration, since most of it is of a personal nature. However, we will say this much: It is clear from the comments made by Mr Montalbano in his emails and from Dr Gupta's response, that a key point of strategic disagreement was Dr. Gupta's plan to refocus the University Administration on the University's core functions of research and teaching, and the disappointment of some unidentified "key stakeholders," notably the Deans and senior executives, with this plan. We are deeply concerned by the evidence that a culture exists in UBC whereby the Chair of the Board is personally involved with managing university personnel and their concerns, and whereby back-channels exist between the Board and the University which bypass formal governance structures. We call on these stakeholders to come forward and to share their vision with the community.

Are the Board and the Board Secretary are in violation of their obligations under FIPPA and their mandate letter in their response to our requests, and in their general practices regarding accountability and transparency and record-keeping?

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Should the present search for a new President continue under the leadership of the current Board of Governors given the questions we have raised? This and the other questions we have raised deserve close attention and response from the University Administration and the government.

Given the events that have unfolded thus far and the information that has been revealed, we believe it is time for an external review of the UBC Board and its practices. Such a review should be an open process that engages fully the faculty, students, staff, and alumni of the University of British Columbia.

Carr, Steve PREM:EX

From:	Carr, Steve PREM:EX
Sent:	Thursday, January 28, 2016 11:34 AM
To:	Chin, Ben PREM:EX
Subject:	Fwd: UBC FA letter to faculty
Attachments:	LT FA members 28 Jan 2016.pdf; ATT00001.htm

Steve Carr
Premiers Office

Begin forwarded message:

> **From:** Mark Mac Lean <maclean@math.ubc.ca>
> **Date:** January 28, 2016 at 11:28:27 AM PST
> **To:** <Steve.carr@gov.bc.ca>
> **Subject: UBC FA letter to faculty**
>
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>
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Carr, Steve PREM:EX

From: Mark Mac Lean <maclean@math.ubc.ca>
Sent: Thursday, January 28, 2016 12:53 PM
To: Carr, Steve PREM:EX
Subject: Final Version of UBCFA communication to faculty
Attachments: UBCFA Letter to Members 28 January 2016.pdf; ATT00001.htm

Steve,

I am attaching the final version of our communication to faculty members.

Cheers,

Mark

ubcfa UNIVERSITY OF BRITISH COLUMBIA FACULTY ASSOCIATION

28 January 2016

Dear Colleagues,

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Vancouver Office (UBCFA Mailing Address): 112-1924 West Mall • Vancouver, BC • V6T 1Z2 • t: 604.822.3883 • e: faculty.association@ubc.ca
Okanagan Office: Arts 353B – 3333 University Way • Kelowna, BC • V1V 1V7 • t: 250.807.9240 • Website: facultyassociation@ubc.ca

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Sincerely,

Mark Mac Lean
President
On behalf of the UBC Faculty Association Executive Committee

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Mark Mac Lean
President | UBC Faculty Association
The University of British Columbia | Vancouver
1984 Mathematics Road | Vancouver, BC Canada V6T 1Z2
Phone 604 822 3883
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Premiers Office

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> **Date:** February 4, 2016 at 12:11:10 PM EST
> **To:** "Carr, Steve Prem:Ex" <steve.carr@gov.bc.ca>
> **Subject: Communication to UBC faculty**
>
> Dear Steve,
>
> In the interests of keeping the Premier's office informed of events at UBC, I am attaching a communication that will be going out to UBC faculty this morning. They will also receive a copy of the letter we sent to Mr. Belkin yesterday.
>
> I was informed this morning by a group of faculty members that they are generating a petition for a non-confidence vote in the Board of Governors. Assuming they get enough signatures, which seems likely, the Faculty Association would then generate this vote. This could happen as early as next week.
>
> I will be in Victoria tomorrow and Saturday for meetings.
>
> Regards,
>
> Mark

Dear Colleagues:

We attach to this email our open letter to the new Chair of the Board of Governors, Mr. Stuart Belkin. The letter has also been copied to Premier Clark and Minister Wilkinson.

We are asking for an external review of the Board and its operations. This request is prompted by our experiences with Board processes over the past six months, and by the revelations of documents and emails leaked last week.

This communication has two purposes.

First, we want input from our members on this governance crisis to help us respond appropriately to the University as things unfold. To this purpose, we are doing two things:

> We will be sending out an opinion survey to all of you within the next week, asking for input to specific issues and concerns. We urge you to respond fully;
>
> We will also be holding a town hall on each of UBC's campuses to facilitate community discussion and, again, get input from our members.

You will hear more information about each of these in the next week or so.

Our second purpose in writing this letter is to review some of the questions we have about Board practices.

> 1. In the leaked documents from last week, we have seen several examples of secret meetings without any subsequent public documentation of these meetings. Does the Board's current practice of holding some full Board and committee meetings without published meeting dates, agendas, and motions passed (and hence of decisions taken) meet the expectations for accountability and transparency for BC public bodies, and the obligations placed on the Board under the law?
>
> 2. Has the Board been properly constituting and documenting all of its committees and their work? For example, a previously unknown ad hoc committee appears to have been created to manage the Board's interactions with Dr. Gupta in the time leading to his resignation. Where is the documentation for the motions that created this committee? What processes were used, and what records kept of these processes? How many other such committees are there? Why is it necessary to keep the existence of any committee secret? Do all Board members know about each of the ad hoc committees? Is the Board operating in a way that meets all of its obligations under the Freedom of Information and Protection of Privacy Act (FIPPA) and

the general guidelines for public bodies? Is it lawful for secret committees to take actions that are not publicly recorded and not available for public scrutiny?

3. Two related concerns pertain to patterns of email business conducted by Board members. First, why are all Board members not using ubc.ca email addresses for all of their Board work? Second, how does that Board ensure that the work of the Board is properly recorded and archived? For example, the University's response to one of the Faculty Association's Freedom of Information requests for the Chancellor's email correspondence around a critical event claims that Mr. Gordon had *no* emails that were captured by this request. However, other individuals covered under this same request provided several email chains relating to the event that included multiple emails to and from Mr. Gordon. Why were Mr. Gordon's emails, which were clearly about University business, not provided by Mr. Gordon as the law provides? How are Mr. Gordon's emails about university business thus archived? More generally, do the email processes of the Board meet all legal obligations applicable to the Board and to UBC as a public institution?

In sum, to our minds, the Board of Governors is operating in the "shadows," purposively orchestrating its activities in such a way as to deny public access, accountability, and proper scrutiny. Secret agendas, clandestine ad hoc committees, and chains of emails that disappear or are conducted on private email addresses, are not what one expects from the governing board of a significant public institution.

Moreover, freedom of information law in British Columbia is intended to provide any interested member of the public access to the basic documentation related to the business of a public body such as the University of British Columbia. Such law provides for appropriate confidentiality, but it does not intend that the business of the University should be completely beyond the reach of the public.

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