

June 8, 2026

Office of the Board of Regents  
Bruneau Centre, IIC-1001  
Memorial University of Newfoundland  
St. John's, NL A1C 5S7

Dear Members of the Board,

I wanted to take the opportunity, as President of MUNFA, to contact you directly regarding the recent resignation of academic staff members serving with you on the Board. Having reviewed your statement of response published in the Gazette and subsequent media, I am not sure there is clear mutual understanding of the nature of the faculty association's concerns. I would like to clarify those concerns before I make any public statement or respond to media inquiries on this topic as I understand current members of the board may not be fully aware of the process that has led us to the position.

MUNFA's concerns about representation on the Board of Regents and "collegial governance" more broadly, are focused on longstanding structural and systemic issues, not with the service of dedicated volunteers on the Board of Regents, the Senate, or elsewhere. Our members understand the importance and the responsibility of governance and the value of committed volunteers who are willing to undertake that often-challenging work and give generously of their time and energy to do so.

Additionally, I can assure you that MUNFA is fully aware that changes to *The Memorial University Act* fall to the provincial government and that board governance procedures therein cannot be changed by the Board. You will note that the correspondence regarding these resignations was sent to Minister Dinn and specifically notes that MUNFA continues to "call on the Government of Newfoundland and Labrador to deliver on its commitment to comprehensive reform of the *Memorial University Act*." While legislation is the responsibility of the provincial government, it is also fair to recognize that the Board is in no way impeded from supporting needed reform.

1) The election of faculty representatives to the Board

With regard to the current status, your letter notes, "*The Board regrets that progress made by securing membership of faculty members on the Board in 2023 has now been set back.*"

Progress requires forward movement. Today, as was the case in 2023, there are still no faculty seats on Memorial's Board of Regents. In fact, the Act still disqualifies Memorial teaching staff from serving on the Board [per Act Section 31 "Disqualification"](#), which states that:

"31. (1) A person who is a member of the teaching staff of the university or of an affiliated college or institution shall not be eligible to be appointed or elected as a member of the board"

The only change made, as I assume everyone has been informed, was adding an indirect exception to that disqualification, [as documented here](#), for appointments *which the government can choose to avail of or not* as it sees fit. That is not an ongoing system of electing faculty representatives.

This was to be a temporary arrangement. Without a commitment from government that the Act would be properly amended and a formal system of electing representatives would be put in place, MUNFA would never have agreed to this arrangement. We cooperated in the interest of moving forward, allowing time for broader reform after the Auditor General's report which could also be aided by guidance from the Collegial Governance Committee's then-expected report to the Board and Senate. You will note that we are concerned that process has been terminated over our objections.

To be very clear, this temporary fix did not and does not resolve this issue. It has [kept Memorial in last place across Canada when it comes to internal representation of academic staff on governing boards](#). Faculty members MUST be able to elect their own representatives. If faculty representation is a priority for the Board, as indicated in your response, the Board Chair has the access and the opportunity to advocate directly to the government for this change. Doing so would be a positive step in addressing the problem.

This situation was understood by the government, the Chair of the Board of Regents, and the University three years ago.

## 2) Practices of collegial governance

Regarding standards of governance practice, I would like to be clear that the weaknesses identified in Memorial's collegial governance system are not matters of subjective opinion or judgments of individual action by members of the board. Our concerns stem from the fundamental design of governance structures and systems at Memorial and how they compare to boards across Canada. MUNFA has been working on this issue since 2016 – identifying and validating the areas that need to be addressed.

In briefest terms, "best practices" for fostering healthy and well-functioning collegial governance systems in Canadian universities centres on the integration (as opposed to assimilation) of internal representatives who should be elected by, and accountable to, their constituencies, adapting policies or practices where needed to ensure they support and facilitate meaningful representation. As Memorial's Board of Regents was not built for a representational/constituency model there are not pre-existing consultative

procedures in place (in contrast to Senate) to support such a model – this has to be reformed. There is a considerable difference between being from a community and being accountable to that community and governance structures determine that difference.

I did note reference to “allegations” and “characterizations” of the Board’s practices in your response to these resignations. Again, I would like to be clear that the concerns voiced arise from practices embedded in the Board’s documented procedures, which have not been updated to allow the practices required of a representational model of governance, and how they compare to best practices across Canada. Specific examples of this include:

#### Code of Conduct

*General 8. Members will be supportive of the President, University Administration, and other senior leaders as they adhere to and implement Board direction and decisions. Members will be guarded in their comments and avoid attacks on other people’s reputations. Members shall not engage in activity or comments on digital forums (social media, blogs, message boards) where such activity or comments may damage or be perceived to damage the reputation of the university.*

Note: This directive is extremely broad and the determination of what is perceived to damage the university’s reputation is both subjective and potentially arbitrary.

*Confidentiality 18. Members are expected to respect the confidentiality of any materials provided as part of their duties as a Member of the Board. No member shall knowingly divulge any such information to any person other than another Member unless legally required to do so. This includes providing information through any digital forum that is accessible to anyone outside of the Board (i.e. social media, blogs, message boards, etc.). Board members will agree to further specific terms surrounding confidentiality through the signing of a Board Confidentiality Agreement.*

Note: Importantly, the above directive renders a representational model impossible and significantly limits collegial governance. It is an example of a concrete structural barrier that prevents meaningful transparency and accountability. While I am sure there is considerable information conveyed to regents that would warrant such caution, the extension of confidentiality to ANY materials provided as part of their duties as a Member of the Board is exceptionally broad, and contrasts sharply with the practices of other institutions’ governing boards. Best practice would involve identifying and justifying more specific parameters for the application of such confidentiality expectations, adopting transparency as the default, not the exception.

#### Bylaws

*55. Where deemed appropriate by the Chair or a majority of the Members, the Board may consider any matter by way of a Meeting held in a closed session. Persons present at a Meeting of the Board other than Members shall not be permitted to participate in a closed session unless otherwise permitted by the Chair. The Chair of the Board may at any time during a meeting, declare the meeting, or any part thereof, a closed session.*

Note: This bylaw gives the Board Chair sole power to close a session without requiring deliberation or agreement by the Board Members and with appropriate topics only loosely identified. Similar powers are granted to the Chair to bring a session “In Camera”, per bylaw clause 58.

I hope this provides greater clarity of MUNFA’s concerns and helps explain the nature and critical importance of the reforms we are seeking. They would allow faculty to act as genuine representatives and, as such, empower them to more fully inform and support the Board’s important work. We are confident that these changes would strengthen Memorial’s governance system and benefit both our university community and the public. Transparency and accountability of the University via the Board of Regents is a core public interest.

We value the time and effort of all those who take on this responsibility, but we ask for governance structures that ensure the normal mechanisms of University governance in Canada. “Representatives” must be elected. Meetings and deliberations should be as public as possible, and members must have the freedom to disagree with University Administration.

If you have questions or concerns, I am happy to discuss them.

Sincerely,



Dr. Lisa Moores  
President  
Memorial University of Newfoundland Faculty Association