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*The evolution of UVic's Logic and Foundations course*

We will describe the transformation of University of Victoria Math 122, Logic and Foundations, from a hated course with a 34 percent failure rate to a popular course with a low failure rate. In order to make the course successful it was necessary to change all aspects of the culture surrounding it. We'll discuss the changes that were made and the reasons why, the highs and the lows, the challenges and the pitfalls, and ongoing efforts to prevent the course from becoming stale.