

**Date:** Tuesday, April 30, 2013

**Time:** 4:00 pm – 7:15 pm

**Room:** 203 Toldo

**Members:** Mr. Greg Aarssen (phone), Ms. Penny Allen, Mr. Vince Bassman, Mr. Tom Clark, Dr. Stanley Cunningham, Dr. Beth Daly, Dr. Gordon Drake, Mr. Peter Farmer (phone), Ms. Marilyn Farough, Mr. Norbert Hartmann, Ms. Jennifer Jones (Chair), Mr. Werner Keller, Dr. Ed King, Dr. Marlys Koschinsky, Dr. Dietmar Lage, Ms. Sheila MacKinnon, Mr. Tony Mancina, Mr. Dave Montgomery, Mr. Vic Neufeld, Ms. Rachel Olivero, Ms. Kim Orr, Mr. Osman Raza, Ms. Pat Soulliere, Dr. Fouad Tayfour, Dr. Alan Wildeman, Mr. William Willis, Mr. Bill Wright.

**Regrets:** Mr. Dean Jacobs, Rev. Paul McGill, Mr. Fred Quenneville, Dr. Marijke Taks, Mr. Kannappan Thiagarajan.

**Administration and Guest Speakers:** Ms. Sandra Aversa, Ms. Jane Boyd, Mr. Dave Butcher, Mr. Mark Charlton, Mr. Craig Goodman (CS&P Architects), Dr. Leo Groake, Ms. Anna Kirby, Ms. Susan Mark, Mr. Dave McEwen, Mr. David Nesbitt (MHPM Project Managers), Mr. John Osborne, Ms. Diane Rawlings, Dr. Michael Siu, Ms. Holly Ward, Ms. Rose Zanutto, Ms. Renée Wintermute (University Secretary), Ms. Carol Perkes (Board Governance Officer).

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## 1 Approval of the Agenda

**MOTION:** That the agenda be approved.

Keller/King  
**CARRIED**

## 2 Minutes of the meeting of February 26, 2013

*(see document BG130226M for additional information)*

**MOTION:** That the minutes of the meeting of February 26, 2013 be approved.

Keller/Raza  
**CARRIED**

## 3 Business arising from the minutes

In response to a question that was asked with regard to the collapse of the steel structure of the new parking garage, it was noted that the problem has since been resolved.

## 4 Outstanding Business/New Business

### 4.1 Reports

#### 4.1.1 Remarks from the Chair

- Mr. Tom Clark, new Board member was introduced to the Board. It was noted that he is very familiar with the University as he is a (retired) partner of KPMG, the University's auditing firm, and is also an alumnus of the University.

#### 4.1.2 President's Report

- Ms. Chantal Vallée (Head Coach, Women's Basketball Team) and several members of the Women's Lancers Basketball team were introduced to the Board. Board members congratulated the team on its third consecutive national championship title.

### 4.2 Audit Committee

#### \*4.2.1 Annual Internal Audit Plan for 2013-2014

*(see document BG130430-4.2.1 for additional information)*

The document was received for information.\*

#### 4.2.2 Transition to New Accounting Standards

NOTED:

- A full review of the new accounting standards for not-for profit organizations has been conducted by the Audit Committee over several meetings.
- A brief overview of the changes needed to comply with the new accounting standards was provided. The new standards are to be recorded retroactively to 2011.
- The next set of financial statements will incorporate the requirements of the new standards and therefore will look somewhat different. The balance sheet will be more difficult to comprehend.
- Recent audited financial statements included additional disclosure notes in preparation for the new standards, which will change the reporting on future benefits.
- Separate from the audited financial statements and the new accounting standards is the July 2011 valuations, which is what determines the contributions that need to be made to the pension plans.

#### 4.2.3 Enterprise Risk Management Framework

*(see document BG130430-4.2.3 for additional information)*

**MOTION: That the Board of Governors approve the Enterprise Risk Management Framework.**

Farmer/Bassman

NOTED:

- A great deal of work has gone into this process. The framework has been reviewed by the Audit Committee, a number of focus groups, and was discussed at the Board of Governors Retreat.
- The highest residual risks are in enrolment management, reputation, and change readiness.
- As part of the process, the University will continue to evaluate processes, procedures and activities to prevent, monitor and/or mitigate risks.

**CARRIED**

#### 4.3 Executive Committee

##### \*4.3.1 OHREA Accessibility Policy

*(see document BG130430-4.3.1 for additional information)*

The document was received for information.\*

#### 4.4 Governance Committee

##### 4.4.1 Bylaw 1: Board Committee Term Lengths

*(see document BG130430-4.4.1 for additional information)*

**MOTION 1: That the Board Bylaw be revised as follows:**

Section III (1.6) ~~Board Members~~ Individuals appointed or **elected** to Board Standing Committees shall hold office for three years **and shall normally be eligible for reappointment or re-election, as the case may be, for a total of three consecutive three-year terms.** Terms shall be staggered to ensure consistency and continuity on committees. An "External Member" position on a Committee cannot be filled by Board Members who are University of Windsor faculty, staff or students.

Olivero/MacKinnon

NOTED:

- The maximum three, three-year term for committees will synchronize the regulations for Board and Committee Membership.

**CARRIED**

**MOTION 2: That the Board Bylaw be revised as follows:**

1.13 **Officer of the University**, means any of the President, the Provost and Vice-President, Academic, the Vice-President, Planning and Administration, the Vice-President, Research, ~~the Vice-President, University Advancement~~, the Chief Human Resources Officer, the Associate Vice-President, Academic Affairs, Executive Director, Finance, Secretary (but not the Secretary's designate), the Director of Legal Services, and such other officers as the Board may designate from time to time from among University staff;

Olivero/Wright

NOTED:

- The position title deletion reflects the recently announced changes to the structure of the University administration. The title of the Associate Vice-President, Academic has been revised.

**CARRIED**

**4.5 Investment Committee**

Nothing to report.

**4.6 Pension Committee**

Nothing to report.

**4.7 Resource Allocation Committee**

**4.7.1 2013-2014 Proposed Tuition and Ancillary Fees**

*(see document BG130430-4.7.1 and BG130430-4.7.1a)*

**MOTION: That the Board of Governors approve the proposed 2013-2014 Tuition and Ancillary Fees**

Allen/Koschinsky

NOTED:

- A full presentation and review occurred at the Resource Allocation Committee meeting.
- The 2013-2014 Operating Budget will go forward to the May Board of Governors meeting.
- Full-time budgeted enrolment is 13,843 for Fall 2013 and 2,284 part time
- The new 4-year Ministry tuition framework was outlined. There is a maximum overall increase of 3% overall annually (CPI + 1%) and flexibility by program is allowed.
- There will be an increase of \$9.4m revenue from student academic fees over 2012-2013 bringing the total student academic fee revenue to \$128.7m.
- Provincial grants will decrease by \$1.175m and Federal grants will increase \$125,000 over last year.
- Investment income is budgeted at \$2.5m (no change proposed over last year). Income earned in excess of budget will be used to fund one-time requirements in 2013-2014.
- A chart illustrating the projected 2013-2014 Operating Revenue was provided.
- An overview of the tuition fee process and proposed tuition fees was provided.
- A new "US Neighbor Fee" of \$10,000 US per year for all undergraduate programs was proposed.

**FRIENDLY AMENDMENT TO MOTION: That the Board of Governors approve the proposed 2013-2014 Tuition and Ancillary Fees with the removal of the "Law Computerized Examination Fee".**

NOTED:

- Ms. Brady Donahue, 2<sup>nd</sup> year Law student, addressed the Board. Ms. Donahue asked the Board to consider freezing tuition fees for Law students. She noted the high debt loads of graduating students and the difficulty of obtaining articling positions. The high cost of law tuition is affecting access for low-income students.

- The University of Windsor's law tuition is among the lowest in the province and the University receives far more applicants than it can accept for the Law School.
- The University of Detroit Mercy JD fee is separate.
- If tuition increases are not taken in the current year, the University cannot go back and implement the increase in the future.

Opposed: 4  
**CARRIED**

**4.7.2 2013-2014 Proposed Meal Plan Fees**  
(See document BG130430-4.7.2 for further information)

**MOTION: That the Board of Governors approve the proposed 2013-2014 Meal Plan fees as listed in Appendix B.**

Allen/MacKinnon  
Opposed: 1  
**CARRIED**

**4.7.3 2013-2014 Proposed Residence Fees**  
(See document BG130430-4.7.3 for further information)

**MOTION: That the Board of Governors approve the proposed 2013-2014 Residence Fees as referenced in Schedule A.**

Allen/Raza  
**CARRIED**

NOTED:

- Congratulations were extended to Ms. Rawlings with regard to the transparency of the report and consultative process.

**4.7.4 CAW Student Centre/Campus Bookstore Renovations**  
(See document BG130430-4.7.4 and BG130430-4.7.4.a for additional information)

**MOTION: That the Board of Governors approve that the University proceed to finalize the plans for the renovation of the new Campus Bookstore with a total project cost of \$2,585,000. Administration to proceed to tender and award the construction contract to the lowest qualified bidder provided the tender is within budget.**

Allen/Hartmann

NOTED:

- The proposed decrease in the amount of floor space mainly affects "general reading" which had experienced declining sales. The Bookstore plans to focus on local author publications and University of Windsor authors of reference books. The electronic book/textbook market is expanding. Space needs have reduced in the last number of years.
- The Bookstore plans to have a lounge area similar to that of Chapters. In September and January, when the Bookstore is exceptionally busy, this space will be utilized for other purposes as necessary.
- The number of staff members in the department has decreased in the last few years.

**CARRIED**

**4.7.5 Deferred Maintenance Strategy (Phase 2)**  
(See document 130430-4.7.5 for additional information)

**MOTION: That the Board of Governors approve the \$14 million Deferred Maintenance Strategy (Phase 2) program.**

Allen/Raza

NOTED:

- Positive comments have been received from potential students and their families on

- improvements to our campus.
- The project list is flexible so that projects can be re-prioritized when appropriate.
- Slides depicting completed projects (from Phase I) were shown.
- Funding sources were provided.

**CARRIED**

#### **4.7.6 Windsor Star Building Renovation**

*(See document 130430-4.7.6 for additional information)*

**MOTION: That the Board of Governors approve that the University proceed to finalize the plans for the renovation of the Windsor Star Building with a total project cost of \$32,081,000. Administration to proceed to tender and award the construction contract to the most qualified bidder provided that the tender is within the budget.**

Allen/Tayfour

NOTED:

- Mr. Craig Goodman (CS&P Architects), Mr. David Nesbitt (MHPM Project Managers), were introduced to the Board. Mr. Goodman delivered the presentation.
- The history of the project was provided.
- The total project cost estimate is \$32.081m (the original project cost was \$30.6m). The increase is based on revised square footage of the Windsor Star building (64,875 compared to the original estimate of 63,389 sq. ft.) The new information is based on 75% design according to the cost consultant report. The revised construction cost is \$310/sq ft. incorporating site specific ancillary costs for heritage, demolition, survey work, site improvements.
- Slides of the current structure and site plans were provided.
- The building will house classrooms, student study lounges, research labs, faculty and administrative offices, multi-use seminar and breakout rooms.
- There are some structural concerns with the façade of the 1918 building. The least costly solution is to replace with brick while maintaining some of heritage features, which has received approval by the City's Heritage Committee.
- Total project costs, funding sources and key dates were provided.
- The project will be awarded to the most *qualified* bidder following review of all the criteria.
- Parking and transportation are being reviewed.

**CARRIED**

#### **5 In Camera**

The following motion was read into the Public Minutes after having been discussed/approved during the In Camera portion of the meeting.

**MOTION: That the Board approve the following reappointments:**

- **Honorary: Degrees Committee: Dr. S. Cunningham (May 1, 2013 – May 19, 2014)**
- **Senate (2 year term): Ms. M. Farough (May 1, 2013 – Aug. 31, 2015)  
Mr. W. Keller (Sept. 1, 2013 – until new 2<sup>nd</sup> Vice Chair is appointed)  
Retirement Committee (D2): Dr. L. Groarke, Ms. R. LaCivita (May 1, 2013 – April 30, 2015)**

Olivero/King  
**CARRIED**

#### **6 Adjournment**

**MOTION: That the meeting be adjourned.**

Daly/Keller  
**CARRIED**