

**Date:** Tuesday, November 28, 2017

**Time:** 4:00 – 5:05 pm

**Room:** Freed-Orman Commons, Assumption Hall, University of Windsor

**Members:** Dr. Majid Ahmadi, Ms. Penny Allen (Chair), Mr. Jonathan Allison, Mr. Chris Baillargeon, Mr. Nick Baker, Ms. Jodi Butts, Dr. Rajen Chetty, Dr. Beth Daly, Mr. Bruck Easton, Mr. Paul Fraser, Mr. Norbert Hartmann (phone), Mr. Gary Kelly, Ms. Sheila MacKinnon, Rev. Paul McGill, Ms. Teresa Piruzza, Ms. Helga Reidel, Mr. Amin Safaei, Ms. Pat Soulliere, Dr. Bruce Tucker, Ms. Elaine Whitmore (phone), Dr. Alan Wildeman, Ms. Susan Williams, Mr. William Willis, Mr. Bill Wright.

**Regrets:** Mr. Peter Farmer, Ms. Marilyn Farough, Mr. Dean Jacobs, Dr. Mehrdad Saif.

**Administration and Guest Speakers:** Ms. Sandra Aversa, Ms. Jane Boyd, Mr. John Coleman, Ms. Gillian Heisz, Ms. Kaye Johnson, Ms. Anna Kirby, Dr. Douglas Kneale, Ms. Rita LaCivita, Ms. Susan Mark, Ms. Renée Wintermute (University Secretary), Ms. Carol Perkes (Board Governance Officer).

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*Declaration of conflict of interest – none reported.*

**1 Approval of the Agenda**

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

McGill/Fraser  
**CARRIED**

**2 Minutes of the meetings of October 10, 2017**

*(see documents BG171010M for additional information)*

**MOTION:** That the minutes of the meetings of October 10, 2017 be approved.

Tucker/MacKinnon  
**CARRIED**

**3 Business arising from the minutes**

None.

**4 Outstanding Business/New Business**

**4.1 Reports**

**4.1.1 Remarks from the Chair**

NOTED:

- Mr. Jeremiah Bowers (President, UWSA) and Ms. Dastu Ibrahim (UWSA Student at Large) were welcomed to their first meeting of the Board.
- The Chair reported that she had recently attended the CCOU Conference. Topics addressed at the meeting included Ontario's Bill 148, Fair Workplaces, Better Jobs Act, 2017, and Freedom of Speech regulations in Ontario.

**4.1.2 President's Report**

NOTED:

- Members of the Board were welcome to attend a walk along Alistair MacLeod Walk and Turtle Island Walk prior to the Board dinner.

#### **4.1.2.1 Annual Report 2017**

*(see <http://www.uwindsor.ca/annualreport2017> for more information)*

- Dr. Wildeman presented the Annual Report 2016-2017 from the University of Windsor website. The site contains a video and 2016-2017 statistical information with regard to key performance indicators.

#### **4.1.2.2 Update on Campus Transformation Plan**

*(see document BG171128-4.1.2.2 for additional information)*

- A presentation outlining structural changes from 2012-2017 to the University of Windsor campus was delivered.

### **4.2 Audit Committee**

#### **4.2.1 Audited Financial Statements of the University of Windsor Pension Plans for the year-ended June 30, 2017**

*(see documents BG171128-4.2.1a and BG171128-4.2.1b for additional information)*

**MOTION1: That the Board approve the Audited Financial Statements of the University of Windsor Retirement Plan for Faculty and Certain Employees for the year ended June 30, 2017.**

Kelly/Ahmadi  
**CARRIED**

**MOTION2: That the Board approve the Audited Financial Statements of the University of Windsor Employees Retirement Plan for the year ended June 30, 2017.**

Kelly/Ahmadi  
**CARRIED**

### **4.3 Executive Committee**

Nothing to report.

### **4.4 Governance Committee**

Nothing to report.

### **4.5 Investment Committee**

#### **4.5.1 Pooled fund Clause – Working Capital SIPP**

*(see BG171128-4.5.1 for additional information)*

**MOTION: That Administration update the Statement of Investment Policies and Procedures (SIPP) for the Working Capital Portfolio to include the pooled fund clause as stated:**

**“To the extent the Fund invests in an Investment Manager(s’) pooled funds, the foregoing investment constraints, and any other provisions of the SIPP that may be affected (including the proxy voting guidelines), shall not apply. The Investment Manager(s) shall be governed by the Investment Manager’s own investment policy for the applicable pooled funds. The Investment Manager(s) shall inform the Chair of the Committee when and how the guidelines of the pooled funds differ from the guidelines of the SIPP and provide a minimum of 45 days advance notice of any changes to their pooled fund policies”.**

Allison/MacKinnon  
**CARRIED**

**4.5.2 PH&N Core Plus Bond Fund and Mortgage Pension Trust – Working Capital Portfolio**  
(see *BG171128-4.5.2 for additional information*)

**MOTION 1: That Administration be authorized to hold the PH&N Core Plus Bond Fund in the Working Capital portfolio, and that the SIPP be amended accordingly.**

Allison/Wright

NOTED:

- Adding these products to the Working Capital SIPP will increase the investment options for the Working Capital Funds, providing great opportunity to maximize returns with minimal added risk.

**CARRIED**

**MOTION 2: That Administration be authorized to hold the PH&N Mortgage Pension Trust in the Working Capital portfolio, and that the SIPP be amended accordingly.**

Allison/Soulliere

**CARRIED**

**4.6 Pension Committee**

Nothing to report.

**4.7 Resource Allocation Committee**

**4.7.1 2017/2018 Operating Budget Mid-Year Review**

(see document *BG171128-4.7.1 for additional information*)

NOTED:

- The 2017/2018 Operating Budget mid-year review was provided for information. It was noted that Enrolment was higher than anticipated by 600 students. Therefore, revenue was \$5m higher than projected. Expenses of \$5m offset the increase in revenue.
- In response to a question on the diversion of additional revenue to expenditures, it was stated that while most of the expenses are central budget responsibilities that have already been incurred, some of the expenses are for opportunities afforded because of the unexpected increase in revenue.

**4.7.2 2018/2019 Operating Budget**

NOTED:

- The 2018/2019 tuition framework will remain the same as last year, except for International Student fees and Compulsory Ancillary Fees.
- Enrolment numbers for next year will be determined after the January applications close.
- None of the Collective Agreements are due for ratification in the upcoming year; therefore, salaries/benefit expenses are known for next year.
- School of Creative Arts (SOCA) comes online downtown in the new year and exact operating costs will be determined.
- Work is underway on the Pension Valuation as of July 1, 2017.

**5 In Camera**

*The following In Camera motion was read into the public minutes. The member did not participate in the portion of the meeting that pertained to this motion.*

**MOTION: That Dr. Bruce Tucker be appointed as a member of the Audit Committee, effective November 29, 2017 until April 30, 2019.**

Wright/Reidel  
**CARRIED**

6      **Adjournment**

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

Ahmadi/Baillargeon  
**CARRIED**