

**Date:** October 22, 2019

**Time:** 4:00 – 5:50 pm

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

**Members:** **Members:** Dr. Majid Ahmadi, Jonathan Allison, Chris Baillargeon, Jeremiah Bowers, Jodi Butts (phone), Bruck Easton, Paul Fraser, Tiffany Gooch, Dr. Robert Gordon, Norbert Hartmann (phone), Dr. Chris Houser, Lynette Kivisto, Tony Mancina, Rev. Paul McGill, Celso Oliveira, Teresa Piruzza, Helga Reidel (phone), Mario Sonego, Dr. Bruce Tucker, Dr. Patti Weir, Elaine Whitmore, George Wilkki, William Willis (Chair), Bill Wright.

**Regrets:** Dr. Rajen Chetty, Dr. Vincent Georgie, Susan Williams.

**Administration and Guest Speakers:** Dr. Jeff Berryman, Jane Boyd, Dave Butcher, John Coleman, Kaye Johnson, Anna Kirby, Dr. Douglas Kneale, Rita LaCivita, Colin McLellan, Rachel McRae, Dr. Michael Siu, Rosemary Zanutto, Renée Wintermute (University Secretary), Carol Perkes (Board Governance Officer)

*Declaration of conflict of interest. None reported.*

## **1 Approval of the Agenda**

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

Tucker/Baillargeon  
**CARRIED**

## **2 Minutes of the meeting of May 21, 2019**

*(see document BG190521M for additional information)*

**MOTION:** That the Minutes of the meeting of May 21, 2019 be approved.

Baillargeon/McGill  
**CARRIED**

## **3 Business arising from the minutes**

None to report.

## **4 Outstanding Business/New Business**

### **4.1 Reports**

#### **4.1.1 Remarks from the Chair**

NOTED:

- Members were welcomed to the new academic year.
- Members were thanked for attending the Installation of the new President at the October Convocation.

#### **4.1.2 President's Report**

*(see document BG191022-4.1.2 for additional information)*

NOTED:

- The President delivered "The Year Ahead" presentation to the Board. In addition to providing early strategic priorities, it was noted that the University plays a unique social/economic role in Windsor-Essex and the importance of making connections with the community and other partnerships was emphasized.

- With the provincial government's directive to reduce tuition by 10% in the current year and a freeze on tuition for the upcoming two years, the University will experience a loss of \$13m - \$17m in revenue and this will necessitate a review of the University's approach to budgeting.
- The University will increase fundraising efforts. Fundraising for the Lancer Sport and Recreation Centre will be underscored.
- With SMA3, the new five-year agreement with the province, performance-based funding will start at 25% and will increase to 60% by its end. Performance will be based on 8 metrics determined by MCU and 2 institutionally-defined metrics. Enrolment based funding will decline as performance-based funding increases.
- The University will have to show continual improvement (benchmarked against itself) year-over-year in order to not lose funding and will need minimize impact if metrics are not met.
- Due to the uncertainty of funding for 'Special Purpose Envelopes', the focus on performance-based funding, and the potential for future provincial grant cuts, the SMA3 creates financial uncertainty beyond 2020/21.
- Enrolment charts were provided. The Full Time Equivalent (FTE) was 382 less than expected for Fall 2019.
- The University's international student capacity will be defined, ways to diversify the countries of origins of international students will be explored, and ways to best provide support for international students will be evaluated.
- The continuing education growth strategy will be built upon to include non-traditional training opportunities to the community (e.g. life-long learning, certificates, professional upgrading, and effective resource sharing).

## 4.2 Audit Committee

### 4.2.1 Audited Financial Statements for the year-ended April 30, 2019

*(see BG191022-4.2.1a, BG191022-4.2.1b and BG191022-4.2.1c. for additional information)*

#### NOTED:

- Highlights of the 2018/19 financial statements of the University were presented. KPMG is prepared to issue an unmodified audit opinion. No new accounting standards were applied.
- Total assets increased by \$8.9m, largely due to the completion of Essex Centre of Research (CRe).
- Debt at the University decreased by \$3.5m. Long-term debt by FTE (full time equivalent) was \$8,207 which is below comparable institutions.
- The Faculty Plan is in a deficit position and the Employee Plan is in a surplus position. The decrease in employee future benefits liability was \$11.3m.
- The University's endowment fund increased by 5% in 2018/19. The rate of return on the fund was 7.01%.
- Consolidated revenue increased to \$382.6m mainly due to increased revenue from student fees.
- Salaries and benefits are the most significant expense to the University and grew by 6.6% attributable to increases in wages and the special payment for the faculty pension plan.
- Full time enrolment for undergraduate and graduate students for Fall 2018 was 14,506, an increase of 428 student over the previous year.

**MOTION: That the Board of Governors approve the audited financial statements of the University of Windsor for the year-ended April 30, 2019.**

Reidel/Easton  
**CARRIED**

**4.2.2 External Auditor's Findings Report for the year-ended April 30, 2019**

*(see document BG191022-4.2.2 for additional information)*

NOTED:

- The Audit Committee reviewed the external auditor's report, and completed and ongoing internal audits, noting no significant concerns. Updates will be provided to the Committee related to progress made to increase and stabilize staffing and support for both Finance and the UWinsite system.

**4.2.3 Appointment of External Auditors**

*(see document BG191022-4.2.3 for additional information)*

**MOTION: That KPMG LLP be appointed as the University of Windsor's external auditors for 2019-2020.**

Reidel/Wright  
**CARRIED**

**4.3 Executive Committee**

**4.3.1 Report on Faculty and Staff Hiring Trends**

*(see document BG191022-4.3.1 for additional information)*

The report on Faculty and Staff hiring trends was received for information.

**4.4 Governance Committee**

Nothing to report.

**4.5 Investment Committee**

**4.5.1 Updates to Statement of Investment Policies and Procedures (SIPP) for the Pension Fund regarding Pension Legislation Changes, Revised Capital Market Assumptions and Asset Mix Allocation** *(see document BG191022-4.5.1 for additional information)*

**MOTION: That the Investment Committee recommend to the Board of Governors that the Statement of Investment Policies and Procedures for the Pension Fund of the University of Windsor be updated to reflect:**

- the new Ontario Funding Rules as published in 2018 under the Pension Benefits Act,
- the revised Capital Market Assumptions, and
- updates to the allowable asset mix ranges and benchmarks to provide for the sourcing of the previously approved Alternative asset class.

Allison/Whitmore  
**CARRIED**

**4.5.2 Updates to Statement of Investment Policies and Procedures (SIPP) for the Endowment Fund Regarding Revised Capital Market Assumptions, and Asset Mix Allocations**

*(see document BG191022-4.5.2 for additional information)*

**MOTION: That the Investment Committee recommend to the Board of Governors that the Statement of Investment Policies and Procedures for the Endowment Fund of the University of Windsor be updated to reflect:**

- the revised Capital Market Assumptions, and
- updates to the allowable asset mix ranges and benchmarks to provide for the sourcing of the previously approved Alternative asset class.

Allison/Baillargeon  
**CARRIED**

**4.6 Pension Committee**

Nothing to report.

**4.7 Resource Allocation Committee**

*(see 4.2.1)*

**5 In Camera**

*The following In Camera motions were read into the public minutes. Members did not participate in the portion of the meeting that pertained to their respective appointments.*

**MOTION: That the Board of Governors approve that Elaine Whitmore be reappointed for a second term on the Board.**

Wright/McGill  
**CARRIED**

**MOTION: That the Board of Governors approve that Dean Jacobs be reappointed to the Board for a third term as the Iona College representative, subject to Iona College approval at its AGM.**

Wright/Weir  
**CARRIED**

**MOTION: That Celso Oliveira be appointed as Vice-Chair of the Investment Committee.**

Wright/Weir  
**CARRIED**

**MOTION: That Bruck Easton be appointed as Vice-Chair of the Pension Committee.**

Wright/Tucker  
**CARRIED**

**MOTION: That Federica Nazzani be appointed to the Audit Committee for the remainder of Mila Lucio's term (until April 30, 2020) and an additional three-year term; and that Allison Hawkins be appointed as a representative on the Audit Committee for a three-year term to April 30, 2022.**

Wright/Oliveira  
**CARRIED**

**MOTION: That the Provost (or delegate) and the Vice-President, Human Resources (or delegate) be appointed to the retirement committee.**

Wright/Whitmore  
**CARRIED**

**6 Adjournment**

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

Allison/Baillargeon  
**CARRIED**