

**Board of Governors
Minutes of Meeting**

Date: Tuesday, November 26, 2019

Time: 4:00 pm – 6:30 pm

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

Members: ~~Members:~~ Jonathan Allison, Chris Baillargeon, Jeremiah Bowers (phone), Jodi Butts, Dr. Rajen Chetty, Bruck Easton, Paul Fraser, Tiffany Gooch (phone), Dr. Robert Gordon, Norbert Hartmann, Dr. Chris Houser, Dean Jacobs, Rev. Paul McGill, Celso Oliveira, Teresa Piruzza, Helga Reidel, Mario Sonogo, Dr. Bruce Tucker, Dr. Patti Weir, Elaine Whitmore, Susan Williams, George Wilkki, William Willis, Bill Wright.

Regrets: Dr. Majid Ahmadi, Dr. Vincent Georgie, Lynette Kivisto, Tony Mancina.

Administration and Guest Speakers: Jane Boyd, Chris Busch, Dave Butcher, John Coleman, Ryan Flannagan, Dr. Mary Jo Haddad, Gillian Heisz, Kaye Johnson, Anna Kirby, 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.

Reidel/Baillargeon
CARRIED

2 Minutes of the meeting of October 22, 2019

(see document BG191022M for additional information)

MOTION: That the Minutes of the meeting of October 22, 2019 be approved.

Wright/Whitmore
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:

- Chancellor Mary Jo Haddad was welcomed to the meeting. Dean Jacobs was welcomed back to the Board as the Iona College representative.
- The Annual Board Evaluation Survey will be distributed in the near future. The Governance Committee is looking for 100% participation. Results will be reviewed at the Board Retreat on January 18, 2020.

4.1.2 President's Report

NOTED:

- Vice-Presidents' reports were added to the agenda to keep Board members apprised of key initiatives in each of the portfolios.
- A number of events, including the 14th Annual Teaching Excellence Awards and the bi-

national “State of the Strait” conference which focuses on ecosystems in western Lake Erie and Detroit River, took place over the past month.

- On November 22, the “Windsor Proud” campaign was re-launched.
- Vincent Georgie was congratulated on the successful Windsor International Film Festival (WIFF). The University was the closing night sponsor.
- The Annual General Meeting of the Alumni Association was held on November 14, where Board member Elaine Whitmore received the Alumni Award of Merit.
- An update on the SMA3 submission was provided. Two Town Halls were held on campus in October and additional information is available on the University’s website.
- SMA3 is a five-year performance-based contract with the provincial government. A draft submission will be submitted to the Ministry on December 17 and it is anticipated that an agreement will be signed by the end of March. In 2020/21, 25% of the University’s funding will be performance based, and by 2024/25, 60% of the of the University’s funding will be performance-based.
- The targets are based on the University’s performance against itself, not other institutions.
- University-selected metrics will focus on areas where the University can enhance success and create continual, incremental improvements.
- Funding reductions will be proportional to the level or amount at which targets were missed. Funds that are taken away from institutions will be redistributed in the sector. Targets may be revised on a one-time basis only
- Budget modelling scenarios are being assessed to deal with the anticipated difficulty to predict future funding. *(see 4.7.2 below)*
- An update on SMA3 will be provided at the Board Retreat.

4.1.2.1 Annual Report 2019

(see document BG191126-4.1.2.1 for additional information)

NOTED:

- The 2018/2019 Annual Report presentation was delivered to the Board.
- Members were directed to www.uwindsor/annualreport to view strategic priorities and key performance indicators for 2018/2019.
- Among others, initiatives relating to the student experience, community engagement, developing an international strategy, creating an employee engagement survey, will be priorities for the coming year.

4.1.2.2 Student Choice Initiative (SCI)

(see document BG191126-4.1.2.2 for additional information)

NOTED:

- In March 2019, the Ontario government announced that students would be able to “opt out” of non-compulsory ancillary fees.
- Students opted out of approximately 19% of fees. A list of the groups who were significantly impacted was provided.
- On November 21st, the Divisional Court of Ontario struck down the Student Choice Initiative which was a result of the Canadian Federation of Students and York University’s Federation of Students filing an application for judicial review. It is unknown whether the provincial government will appeal the decision.
- Student members of the Board urged the University to immediately halt the “opt out” process. In response, it was noted that the University is taking the matter very seriously and is looking at best plans for the next semester. It was suggested that legal advice be sought.

4.1.2.3 2019 HEQCO Free Speech on Campus Report

(see documents BG191126-4.1.2.3 and BG191126-4.1.2.3a for additional information)

NOTED:

- The Board-approved *Policy on Freedom of Expression* came into effect on January 1, 2019. As required, the University submitted its Freedom of Expression Annual Report to HEQCO on August 28, 2019. It was reported that there were zero incidents or official complaints about free expression on campus during 2018-19.
- Future reports to the Board should state whether and how the policy is having an impact on the student experience or faculty teaching, and include recommendations for policy revision or a statement that no revisions are contemplated.

4.1.2.4 Economic Impact Assessment

(see document BG191126-4.1.2.4 for additional information)

NOTED:

- A steering group has been assembled with the purpose of determining the University of Windsor's economic impact, which will support future engagement and negotiations with external partners and government.
- A draft report will be completed by the end of December or early January.
- KPMG will be consulted. The process is expected to help give strategic direction and to demonstrate leadership and financial impact on the community.

4.1.3 Questions Arising from Vice-Presidents' Reports

(see document BG191126-4.1.3 for additional information)

NOTED:

- The CAW Student Centre project was commended.
- The reports were received for information.

4.2 Audit Committee

4.2.1 Audited Financial Statements of the University of Windsor Pension Plans for the year-ended June 30, 2019

(see document BG191126-4.2.1 for additional information)

NOTED:

- KPMG is prepared to issue a clean audit opinion.
- The Audit Committee also reviewed recommendations and progress relating to internal audits.

MOTION 1: 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, 2019.

Reidel/Hartmann
CARRIED

MOTION 2: That the Board approve the Audited Financial Statements of the University of Windsor Employees' Retirement Plan for the year-ended June 30, 2019.

Reidel/Baillargeon
CARRIED

4.3 Executive Committee

Nothing to report.

4.4 Governance Committee

4.4.1 Revisions to Sexual Misconduct Policy

(see document BG191126-4.4.1 for additional information)

MOTION: That the proposed revisions to the Sexual Misconduct Policy be approved.

Wright/Whitmore

CARRIED

4.5 Investment Committee

(see document BG191126-4.5.1 for additional information)

NOTED:

- An overview of the risk-benefit analysis of moving to the Long Core Plus Bond Fund was given.

MOTION: That 100% of the current PH&N allocation to long bonds be held in the PH&N Long Core Plus Bond Fund in the Pension portfolio and that the SIPP be amended accordingly.

Allison/Williams

CARRIED

4.6 Pension Committee

(see document BG191126-4.6 for additional information)

NOTED:

- The report was received for information.

4.7 Resource Allocation Committee

4.7.1 2019/2020 Operating Budget Mid-Year Review

(see documents BG191126-4.7.1 and BG191126-4.7.1a for additional information)

NOTED:

- A balanced position continues to be projected for fiscal 2019-2020.
- Projected Operating Revenue has decreased by \$900,000 versus the budget, due primarily to a decrease in tuition revenue. Savings, primarily in utilities, will offset this shortfall.

4.7.2 2020/2021 Operating Budget & Multi-Year Budget Planning

(see document BG1911276-4.7.2 for additional information)

NOTED:

- Preliminary discussion around planning for the 2020/2021 Operating Budget and Multi-Year budget planning are underway.
- The anticipated revenue shortfall for the 2020-2021 budget is \$10m, largely due to the tuition freeze.
- Supports and services for students will remain a priority.
- The following will be included in multi-year budget planning considerations: strategic enrolment management, short and long-term opportunities for growth and revenue generation across all units, strategic capital planning and debt payments, and pension plan valuations.
- Multi-year budget planning enables the institution to better identify long-term risk considerations and develop multi-year action plans to address the risks.
- Members requested that the operating and revenue sides of the budget be presented together for approval in the Spring.

5 In Camera

There was no *In Camera* meeting.

6 Adjournment

MOTION: That the meeting be adjourned.

Butts/Baillargeon

CARRIED