

**Board of Governors  
Minutes of Meeting****Date:** February 28, 2023**Time:** 4:02pm-5:30pm**Room:** Freed-Orman Commons, Assumption Hall, University of Windsor**Members:** Jonathan Allison, Chris Baillargeon Carolyn Brown, John Cappucci (virtual), Rajen Chetty, Brian Cowell, Shari Cunningham, Beth Daly, Megan Evans (virtual), Tiffany Gooch (virtual), Robert Gordon, Wanda Juricic, Lisa Milne, Celso Oliveira (virtual), Alanna Olteanu, Tom Porter, Beth Ann Prince, Helga Reidel (Chair), Debbie Sheppard-LeMoine (virtual), Linda Rohr, Mike Ruthard, Mario Sonogo, Bruce Tucker (virtual), Lionel Walsh, Andrew Ward, Elaine Whitmore (virtual), Susan Williams.**Regrets:** Veronica Beia, Irene Moore Davis, Rana Olwan, Teresa Piruzza.**Administration and Guest Speakers:** Clinton Beckford, Beverley Hamilton, Gillian Heisz, Kaye Johnson (virtual), Ryan Kenney, Rachelle Prince (virtual), Patti Weir, Vincent Yeung; Yvonne Arnowitz (Board Governance Officer), Renée Wintermute (University Secretary).

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*Declaration of conflict of interest:* none reported.**1 Approval of the Agenda****MOTION:** That the Agenda be approved.Prince/Baillargeon  
**CARRIED****2 Minutes of the meeting of November 22, 2022***(see document BG221122M for more details.)***MOTION:** That the minutes of the meeting of November 22, 2022 be approved.Baillargeon/Sonogo  
**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:

- The Chair thanked all Administrative staff and Board members who have assisted with Search Committees over the past year.
- The University of Windsor will be well represented by senior leadership and researchers at the Queen's Park visit on March 1<sup>st</sup>.

**4.1.2 President's Report***(see document BG230228-4.1.2 for more details.)*

NOTED:

- Prime Minister Trudeau visited the Hybrid Automotive Research and Green Energy (CHARGE) facility on January 17, 2023.
- As noted, the University team will be visiting Queen’s Park on March 1<sup>st</sup>. The Ministers meetings will focus on evolving research portfolios and University impact.
- A Windsor contingent recently went to Poland to visit Stellantis/LG Energy Solutions, in preparation for the new battery plant in Windsor. Recent UWindsor graduates have also visited Poland to be part of the “train the trainer” program.
- The Chancellor Leadership Event series returns on March 22-23, with a guest lecture by The Hon. John Manley, PC, OC on March 23 from 11am-12pm in Jackman Dramatic Art Centre.
- A Knowledge Holders’ Gathering was held on February 25, 2023 to discuss the Indigenous components of the UWindsor Strategic Plan, as well as the next steps in the development of an Indigenous Strategic Plan.
- Board members are invited to participate in a Pow Wow Teachings workshop on March 24<sup>th</sup> from 2-3pm in preparation for active participation at the Community Pow Wow from May 11-13 at the Toldo Lancer Centre.
- It was noted that there was an issue with the Lancers ticket system, which affected other institutions using the same system. The tool is offline for now and the issue is being investigated.

#### **4.1.3 Strategic Items/Emerging Priorities/Risk Issues**

##### **4.1.3.1 Update on Strategic Planning**

*(see document BG230228-4.1.3.1 for more details.)*

NOTED:

- The final draft of the Aspire Strategic Plan will be presented to the Senate and the Board of Governors for endorsement in March.
- There were over 5K people involved in consultations both on- and off-campus.
- There is a strong commitment to foundational change, with a number of strategic priorities outlined.
- Once approved, the focus will shift to developing and implementing: a data strategy, employee engagement strategy, a Strategic Academic Plan, a Strategic Research Plan, and an Indigenous Strategic Plan.
- The Board will be continually updated on next steps as the plan is implemented.

##### **4.1.4 Questions Arising from Vice-Presidents’ Reports**

*(see document BG230228-4.1.4 for more details.)*

NOTED:

- There is a longer-term commitment to recruit international students from Europe. The Acting Provost and the Associate Vice-President, Enrolment Management continue to work on this matter.
- There were over 430 applications received for the Black Scholars hiring initiative.
- The enrolment numbers estimated for Winter 2022 are actual registration numbers and not application data. The first-year applications, with Windsor being the first choice, are up as well.

#### **4.2 Audit Committee**

Nothing to report.

#### **4.3 Executive Committee**

Nothing to report.

#### **4.4 Governance Committee**

Nothing to report.

#### 4.5 Human Resources Committee

##### \*4.5.1 Board Human Resources Committee Workplan - Update

*(see document BG230228-4.5.1 for more details.)*

The document was received for information.\*

#### 4.6 Investment Committee

Nothing to report.

#### 4.7 Pension Committee

Nothing to report.

#### 4.8 Resource Allocation Committee

##### 4.8.1 Sustainable Chiller Replacement Project - Update

*(see documents BG230228-4.8.1 and BG230228-4.8.1a for more details.)*

**MOTION: That the Board of Governors approve that the budget for the chiller equipment replacement project be increased by \$900,000 for a total project cost of \$8,100,000.**

Chetty/Cunningham

NOTED:

- Following Board approval for this project in November 2021, an additional \$900K is required to complete the planned project, due to rapid and unexpected escalation in construction costs, a modification to scope to maximize the value and the return of the project and address some deferred maintenance issues in the Energy Conversation Centre (ECC). The expected end date for this project continues to be September 2023.
- Revised projections show that the sustainable hybrid chiller replacement will help the University with an estimated annual GHG emissions savings of 8,300 tonnes per year and achieving 45% reduction by 2030. While expected operational savings have been downgraded slightly, from \$1.5m to \$1.3m, the increase in GHG emissions savings more than makes up for this.
- Although funding for the project has been earmarked through Operating Budget reserves, the University's Energy Sustainability Fund and the Deferred Maintenance Fund, grants are being pursued through the Federal Government and have been approved through Enbridge; these will reduce the reliance on the University's funds.

**CARRIED**

##### 4.8.2 2022-2023 Operating Budget 9-Month Review

*(see documents BG230228-4.8.2 and BG230228-4.8.2a for more details.)*

NOTED:

- The Winter 2023 tuition results exceed the projections at the 6-month review, with domestic tuition up \$500K and International tuition up \$3M. The University is now at 99.4% of tuition revenue of the original approved 22/23 budget. As a result, there is a revision of the tuition fee budget by \$1.9M when compared to the 6-month review.
- There is some indication that undergraduate students who did not return in Fall 2022 have rejoined the University in Winter 2023. Institutional analysis continues to review trends related to retention rates.
- A return of \$1M to the Operational Investment Income budget is expected as Working Capital investments have been renewed at higher rate GICs.
- Offsetting the above increases in revenues are additional expenditures of \$2.7M in Operating Expenditures, including for capital repair projects, Graduate scholarships, cybersecurity prevention, inflation and exchange for the library, ongoing executive searches, staff bargaining costs, and CELD costs.

- \$170K will be used to return the Faculty Budget Adjustment clawback for the Faculty of Engineering as enrolments have improved compared to the 6-month review projections.
- It is not anticipated that domestic tuition fees will go up for 2023/24, but there may be provisions for anomaly adjustments (e.g., the tuition fee for Law is significantly lower compared to peers in Ontario)

#### **4.8.3 Strategic Mandate Agreement (SMA3) Annual Report**

*(see documents BG230228-4.8.3 and BG230228-4.8.3a for more details.)*

NOTED:

- SMA3 covers the period from April 2020 to March 2025, and sets out specific metrics for performance-based funding. This is the third year of reporting on the metrics and the University has met or exceeded all targets.
- The Ministry continued to delay the activation of performance-based funding for Year 3 (2022-23) due to the pandemic but plans to activate it for Year 4 (2023-24) at 10%, increasing to 25% in Year 5 (2024-25), following an assessment of the continue impacts of the pandemic on the metrics. The sector has asked that they consider bands of tolerance and additional options for reweighting.
- The weightings can be changed in Years 3-5 following agreement with the government. The Ministry has asked that universities define their own institution-specific measure(s) in Year 3 for Skills and Competency, to which the University has opted to use data from the National Survey of Student Engagement (NSSE).
- The measurement of Institutional Strength must meet the guidelines, but the programs and enrolments identified are up to the University's discretion.
- The reporting requirement of faculty salary and workload has been removed by the Ministry due to its complexity.
- Some risks with the metrics, if funding is attached, include: 1) metrics for which there is a higher risk of not meeting the targets (e.g., research funding fluctuates based on how it is to be reported); 2) residual pandemic effects and impact on data; and 3) impact of the economy. These and others affect the University's ability to meet the metrics.
- Where metrics are not met, there is a one-time reduction to the grant. Similarly, exceeding targets can result in a one-time increase in grant funding. Both would be applied in the next budget year.

#### **\*4.8.4 Capital Projects Dashboard**

*(see document BG230228-4.8.4 for more details.)*

The document was received for information.\*

## **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 Provost (or delegate) and the Associate Vice-President, Human Resources (or delegate) be appointed to the Retirement Committee for another two-year term.**

**CARRIED\***

**MOTION: That Irene Moore Davis be appointed to the Honorary Degree Committee (May 1, 2023 – April 30, 2026).**

**CARRIED\***

**MOTION: That Rana Olwan be appointed to the Audit Committee (May 1, 2023 – April 30, 2026).**

**CARRIED\***

**MOTION: That Mike Ruthard be appointed to the Audit Committee (effective immediately to April 30, 2025).  
CARRIED\***

**MOTION: That Brian Cowell be appointed Chair of the Board Audit Committee effective March 1, 2023.  
CARRIED\***

**MOTION: That Mike Ruthard be appointed Vice-Chair of the Board Audit Committee effective March 1, 2023.  
CARRIED\***

**MOTION: That Mario Sonogo be appointed to the Resource Allocation Committee (May 1, 2023–April 30, 2025).  
CARRIED\***

**MOTION: That Mario Sonogo be appointed Chair of the Resource Allocation Committee effective May 1, 2023.  
CARRIED\***

**MOTION: That the following Committee appointments be approved effective May 1, 2023:**  
Sabrina Nazzani, Audit Committee  
Tiffany Gooch, Executive Committee  
Rana Olwan, Governance Committee  
Ram Balachandar, Investment Committee  
Lisa Milne, Investment Committee  
Elizabeth Musyj, Investment Committee  
Brian Cowell, Pension Committee  
Mario Sonogo, Pension Committee  
Sue Williams, Pension Committee  
Rachel McRae, Pension Committee  
Scott Martyn, Pension Committee  
Daria Milenkovic, Pension Committee  
Beth Daly, Resource Allocation Committee  
Bruce Tucker, Resource Allocation Committee  
Brent Allen, Resource Allocation Committee  
**CARRIED\***

## **6 Adjournment**

**MOTION: That the meeting be adjourned.**  
  
Brown/Walsh  
**CARRIED**