



**Board of Governors
Minutes of Meeting**

Date: October 21, 2025

Time: 4:05pm-6:48pm

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

Members: Daniel Ableser (virtual), Fazle Baki, Carolyn Brown (Chair), Noah Campbell, John Cappucci, Brian Cowell, Shari Cunningham, Ferruccio Da Sacco, Megan Evans (virtual), Tiffany Gooch (virtual), Nadine Manroe-Wakerell, J.J. McMurtry, Lisa Milne, Irene Moore Davis (virtual), Husam Morra (virtual), Celso Oliveira, Beth Ann Prince (virtual), Helga Reidel (virtual), Karen Robson, Jennifer S. Rooke, Mike Ruthard (virtual), Mario Sonogo, Gina Touma, Bruce Tucker, Bill Van Heyst.

Regrets: Ken Alexander, Amangel Bhullar, Rana Olwan, Gordon Orr, Debbie Sheppard-Lemoine, Stephen Weir.

Administration and Guest Speakers: Shelby Askin-Hager, Clinton Beckford, Judy Bornais, Cheryl Collier, Ray Darling, Jody Fraser, Jenifer Gritke, Gillian Heisz, Shanthi Johnson (virtual), Ryan Kenney, Erika Kustra, Rachel McRae, Rachelle Prince (virtual), Marcin Pulcer, Charlie Simpkins; Yvonne Arnowitz (Associate University Secretary (Board)), Renée Wintermute (University Secretary).

Declaration of conflict of interest and reminder of confidentiality: none reported.

1 Approval of Agenda

MOTION: That the Agenda be approved.

Tucker/Van Heyst
CARRIED

2 Minutes of the meeting of May 27, 2025

(see document BG250527M for more details.)

MOTION: That the minutes of the meeting of May 27, 2025 be approved.

Campbell/ Cunningham
CARRIED

3 Business arising from the minutes

Nothing to report.

4 Outstanding Business/New Business

4.1 Reports

4.1.1 Remarks from the Chair

NOTED:

- Board members who attended the Fall convocation and the President's installation were thanked.
- Congratulations to the President and the parties on the recent collective bargaining agreements.

4.1.2 President's Report

(see document BG251021-4.1.2 for more details.)

NOTED:

- The President will be attending COU meetings in Toronto and other governmental meetings in

Ottawa. Meetings with local mayors and regional MPs and MPPs have been held. There is some optimism that the university sector will have some relief via additional provincial government funding.

- Early strategic priorities focus on growth strategy, from enrolment, program development, to fundraising. A friendly fundraising challenge has begun between the Chancellor and the President.

4.1.3 Questions Arising from the Reports of the Vice-Presidents and Associate Vice-President, External
(see document BG251021-4.1.3 for more details.)

NOTED:

- Students were charged the regular fee for the physical UWin card, rather than the digital UWin card fee due to the delay in its launching.
- Infosilem is a scheduling tool, used at other universities, for more efficient and effective scheduling of courses and classroom use.
- A hiring freeze is still in place with the exception of disciplines that require specific ratios to maintain accreditation or other professional body designation, and other areas of strategic priority.

4.2 Audit Committee

4.2.1 Audited Financial Statements for the year-ended April 30, 2025

(see documents BG251021-4.2.1, BG251021-4.2.1a, BG251021-4.2.1b, and BG251021-4.2.1c for more details.)

MOTION: That the Board of Governors approve the audited financial statements of the University of Windsor for the year-ended April 30, 2025.

Cowell/Da Sacco

NOTED:

- A detailed presentation on the Audited Financial Statements was delivered.
- KPMG is prepared to issue a clean audit opinion.
- Total assets are \$891.8M, a decrease of \$8M from the prior year. Total liabilities decreased by \$19M, the majority due to a reduction in international tuition deposits, consistent with anticipated declines in international student enrolment.
- The University's credit rating scores, which are based on April 2024 financial statement results, continue to be unchanged and stable. Debt per FTE metric remains higher than our peer institutions with an increase in debt per FTE this fiscal year mainly due to the decreased enrolment. However, assuming stable enrolments, this metric will continue to decline as debt declines.
- While the University saw an increase in its endowment, the endowment per FTE metric is significant lower than other universities.
- Neither pension plans show a liability; the latter largely due to a change in the discount rate which created an actuarial gain.
- Interest rate swaps were explained. Members were reminded that the audited financial statements are reporting according to consolidated, accrual-based accounting requirements, while the University budgets on a cash basis focussing on operating revenues and expenditures.
- MCURES financial health metrics and the University's position within the framework was reviewed.
- Members reviewed the payouts of voluntary retirement incentives and severance, noting that University's net income (loss) ratio moved to high risk due to this but that the short-term negative impact of these costs will reduce costs in future years.
- All other sustainability ratios have been maintained, indicating strategies to mitigate adverse affects of enrolment deviations continue to be effective.
- The University presenting as medium risk in the MCURES financial health metrics means that additional reporting will be required.

CARRIED

***4.2.2 External Auditor's Findings Report for the year-ended April 30, 2025**

(see document BG251021-4.2.2 for more details.)

The document was received for information.*

***4.2.3 Appointment of External Auditors for 2025-2026**

(see document BG251021-4.2.3 for more details.)

MOTION: That KPMG LLP be appointed as the University of Windsor's external auditors for 2025-2026.

CARRIED*

4.2.4 Data Strategy

(see documents BG251021-4.2.4 and BG251021-4.2.4a for more details.)

NOTED:

- A clear data strategy, focussing on ramping up data capacity and clarity, is needed to make data-informed decisions.
- This proposal outlines some key requirements, but is missing the records management component. Work will continue to develop a holistic data strategy, including records management.
- The implementation of the strategy is aimed for December 2027.
- Once the policies and controls are in place, there will be ongoing monitoring and implementation.
- The key risks relating to data include: cybersecurity risks, legal risks (including privacy, access, records retention – use and misuse), and risks of making decisions made without the required data.

4.3 Executive Committee

4.3.1 Policy on Sessional Instructor and Letter VII Appointments for Internal Non-Teaching Employees

(see document BG251021-4.3.1 for more details.)

The document was received for information.

4.3.2 Revisions to Vacation Policy and Disconnect from Work Policy

(see documents BG251021-4.3.2, BG251021-4.3.2a, and BG251021-4.3.2b for more details.)

The document was received for information.

***4.3.3 Report on Faculty and Staff Hiring Trends and Employment Equity Data Comparisons with Other Universities**

(see document BG251021-4.3.3 for more details.)

The document was received for information.*

***4.3.4 Overview of Types of Academic Appointment and Renewal, Tenure, and Promotion Process**

(see document BG251021-4.3.3 for more details.)

The document was received for information.*

4.4 Governance Committee

4.4.1 Board Member Onboarding, Education, and Training

(see document BG251021-4.4.1 for more details.)

NOTED:

- Members were asked to provide 1-2 suggestions for education/training opportunities for the January Board retreat.

4.5 Investment Committee

Nothing to report.

4.6 Pension Committee

Nothing to report.

4.7 Resource Allocation Committee

4.7.1 Capital Debt Policy

(see document BG251021-4.7.1 for more details.)

MOTION: That the Board of Governors approve the revisions to the Capital Debt Policy.

Sonego/Robson

CARRIED

***4.7.2 Capital Projects Quarterly Report Dashboard (as of August 31, 2025)**

(see document BG251021-4.7.2 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 Board recommend to the government the following Lieutenant Governor Order-in-Council re-appointments:

Carolyn Brown (for a 3rd term)

Brian Cowell (for a 3rd term)

Jennifer Rooke (for a 2nd term)

CARRIED*

MOTION: That Jenifer Gritke be appointed to the Board Pension Committee (to April 30, 2029).

CARRIED*

MOTION: That Jeff Berryman be appointed to the Board Pension Committee (to April 30, 2028).

CARRIED*

MOTION: That Ms. Jodi Butts be appointed as Vice-Chair of the Board, effective November 26, 2025.

Tucker/Van Heyst

CARRIED

MOTION: That Dr. Bruce Tucker and Ms. Nadine Manroe-Wakerell be appointed to the Provost and Vice-President, Academic Search Committee.

CARRIED*

6 Adjournment

MOTION: That the meeting be adjourned.

Da Sacco/Rooke

CARRIED