

**Board of Governors  
Minutes of Meeting**

**Date:** October 20, 2020

**Time:** 4:00 - 7:30pm

**Room:** MS Teams Virtual Meeting

**Members:** Jonathan Allison, Chris Baillargeon, Carolyn Brown, Jodi Butts, John Cappucci, Rajen Chetty, Brian Cowell, Herman Dayal, Bruck Easton, Tiffany Gooch, Robert Gordon, Norbert Hartmann, Chris Houser, Dean Jacobs, Wanda Juricic, Jelena Magliaro, Tony Mancina, Celso Oliveira, Sathish Pichika, Teresa Piruzza, Helga Reidel, Antonio Rossini, Nyusha Samiei, Mario Sonogo, Bruce Tucker, Patti Weir, Susan Williams, George Wilkki, William Willis (Chair), Bill Wright.

**Administration, Guests and Guest Speakers:** Jeffrey Berryman, Jeremiah Bowers, Jane Boyd, Chris Busch, John Coleman, Gemma Grey-Hall, Beverley Hamilton, Gillian Heisz, Kaye Johnson, Anna Kirby, Douglas Kneale, Andrew Kuntz, Rita LaCivita, Colin McLellan, Michael Siu, Marium Tolson-Murty, Rosemary Zanutto, 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.

Chetty/Rossini  
**CARRIED**

## 2 Minutes of the meeting of August 24, 2020

*(see document BG200824M for more details.)*

**MOTION:** That the minutes of the meeting of August 24, 2020 be approved.

Butts/Weir  
**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:

- Antonio Rossini, Senate Representative, and Sathish Pichika, President of GSS were welcomed to the Board.
- Members were reminded to take a few moments after the meeting to complete the Board Meeting Evaluation Scorecard.

#### 4.1.2 President's Report

*(see document BG201020-4.1.2 for more details.)*

NOTED:

- The President announced the appointment of Vincent Georgie as Acting Associate Vice-President, External and Beverley Hamilton as Chief of Staff in the Office of the President.

#### **4.1.2.1 Advancement**

*(see document BG201020-4.1.2.1 for more details.)*

NOTED:

- A detailed overview was provided of: 1) the University's historical and current donor numbers, fundraising dollars, advancement foci, and fundraising structure, 2) the recommendations stemming from the recent external review of the University's advancement and fundraising operations, and 3) the implementation (where appropriate) of these recommendations.
- Priorities, goals, and planned activities for increasing fundraising efforts, donors, and dollars were outlined.

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

#### **4.1.3.1 COVID-19 and University Operations**

*(see document BG201020-4.1.3.1 for more details.)*

NOTED:

- Wellness kits (including face masks, hand sanitizer, and infection control information) have been provided to all members of the University community.
- Face-to-face courses in the Winter 2021 term will continue to be limited at about 5% of total courses offered.
- A COVID-19 readiness plan for quarantining and supporting international students during their first two weeks has been submitted to the federal government. Once approved, the University will be able to start welcoming more international students.
- The three-phased framework for resumption of research work continues, though colleagues continue to be encouraged to conduct research remotely or online, as possible.
- 90% of facilities space has been analyzed with mitigating strategies developed for the gradual return-to-campus, including the opening up of some services by appointment.
- Responses to a COVID-19 Employee Pulse Check Survey will help identify how best to support faculty and staff as the University continues to respond to the pandemic.
- Detailed communication trees have been developed to ensure that COVID-19 cases, or potential cases, are addressed in a timely way.

#### **4.1.3.2 Addressing Anti-Black Racism – Update**

*(see document BG201020-4.1.3.2 for more details.)*

NOTED:

- An update on the work of the Anti-Black Racism (ABR) Working Group was provided. Mariam Tolson-Murthy, Anti-Black Racism Strategic Planning Officer, and Jeremiah Bowers, Special Projects Coordinator were introduced. The working group is meeting weekly and making good progress. Addressing anti-Black racism needs to remain a priority at the institutional and Board level. While there is a lot of work ahead, this is an opportunity for the University to effect real, long-term changes.
- The ABR Working Group has issued a call for nominations for membership to the ABR Task Force, which will operate somewhat autonomously from the University, but will report to the Board and Senate.

#### **4.1.3.3 Equity, Diversity, and Inclusion Review – Update**

*(see document BG201020-4.1.3.3 for more details.)*

NOTED:

- The ABR initiatives and EDI review will include the review of current anti-racism activities or initiatives within individual units to leverage collaboration and enhance equity,

diversity, and inclusion, as well as the development of institutional strategies to combat racism (whether intentional, unconscious, or systemic), including, at minimum, the development of ABR training and education.

#### **4.1.3.4 International Student Recruitment**

*(see document BG201020-4.1.3.4 for more details.)*

NOTED:

- Members were provided with an overview of current challenges and risks, future risk scenarios, learnings from COVID-19, and mitigation strategies relating to international students (recruitment and retention).
- Highlights of the institution's International Enrolment Management Strategy were provided, including greater international diversification in terms of country of origin and programs selected, and greater on-campus employment and supports for international students.
- Members were reminded that international enrolment is but one piece of a comprehensive internationalization strategy.

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

*(see document BG201020-4.1.3.4 for more details.)*

No questions raised. The document was received for information.

### **4.2 Audit Committee**

#### **4.2.1 Audited Financial Statements for the year-ended April 30, 2020**

*(see document BG201020-4.2.1 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, 2020.**

Reidel/Cappucci

NOTED:

- Although there was a 3% increase in year 1 undergraduate enrolments, tuition income was flat over 2019-2020 due to the government imposed 10% tuition cut.
- An overview of the financial statements was provided, including an overview of the impact of COVID-19 on the financial statements as disclosed in the notes.
- KPMG is prepared to issue a clean audit opinion.

**CARRIED**

#### **\*4.2.2 External Auditors' Findings Report for the year-ended April 30, 2020**

*(see document BG201020-4.2.2 for more details.)*

The document was received for information.

#### **4.2.3 Appointment of External Auditors for 2020-2021**

*(see document BG201020-4.2.3 for more details.)*

**MOTION: That KPMG LLP be appointed as the University of Windsor's external auditors for 2020-2021.**

Reidel/Cowell

**CARRIED**

### 4.3 Executive Committee

#### 4.3.1 Report on Faculty and Staff Hiring Trends and Employment Equity Data Comparisons with Other Universities *(see document BG201020-4.3.1 for more details.)*

NOTED:

- In response to a question, it was noted that federally-designated group categories are very broad. As part of the University's commitment to support EDI, better data on faculty and staff from various equity-seeking groups is needed to, among others, properly support these individuals. This is a priority for the University.

### 4.4 Governance Committee

#### 4.4.1 Policies – New/Revised:

##### 4.4.1.1 Donor Bill of Rights

*(see document BG201020-4.4.1.1 for more details.)*

**MOTION: That the Board of Governors approve the proposed Donor Bill of Rights.**

Wright/Chetty

**CARRIED**

##### 4.4.1.2 Gift Acceptance Policy

*(see document BG201020-4.4.1.2 for more details.)*

**MOTION: That the Board of Governors approve the revised Gift Acceptance Policy.**

Wright/Rossini

**CARRIED**

##### 4.4.1.3 Policy on Naming of University Assets

*(see document BG201020-4.4.1.3 for more details.)*

**MOTION: That the Board of Governors approve the revised Policy of Naming of University Assets *(formerly the Naming Policy)*.**

Wright/Hartmann

NOTED:

- Gift agreements will include wording specifying when a naming may be revoked.
- Namings can be for varying lengths of time.
- The Committee reviewing the naming of MacDonald Hall continues its work and is expected to report back to the Board in Winter 2021.

**CARRIED**

#### 4.4.2 List of Strategic Items/Emerging Priorities/Risk Issues for Board Discussion

*(see document BG201020-4.4.2 for more details.)*

AGREED:

- The list of strategic items, in addition to any new emerging items, will be considered by the President, Board Chair, and University Secretary when setting the Board meeting agenda.

#### 4.4.3 Statement of Principle Regarding Board Member Engagement

*(see document BG201020-4.4.3 for more details.)*

**MOTION: That the Board approve the Statement of Expectation Regarding Board Member Engagement in the Broader University Community.**

Wright/Rossini

AGREED:

- The requirement that Board members attend a minimum of two events (from a list provided by the Secretariat) will commence post-COVID-19.

**CARRIED**

#### **4.4.4 Consideration of Biennial Refresher Orientation**

*(see document BG201020-4.4.4 for more details.)*

AGREED:

- Members agreed with the recommendation that a biennial refresher orientation be provided to all Board members.

#### **\*4.4.5 Board Governance Workplan – Update**

*(see document BG201020-4.4.5 for more details.)*

The document was received for information.

### **4.5 Investment Committee**

#### **\*4.4.1 Report of the Investment Committee**

*(see document BG201020-4.4.1 for more details.)*

The document was received for information.

### **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 approve that:**

- 1. Carolyn Brown be appointed as an external Board member on the Pension Committee effective immediately to April 30, 2022.**
- 2. Wanda Juricic be appointed to the Governance Committee effective January 1, 2021 to April 30, 2022.**
- 3. Bruce Tucker be appointed as chair of the Governance Committee effective January 1, 2021.**
- 4. Brian Cowell be appointed to the Audit Committee effective November 25, 2020 to April 30, 2022.**
- 5. Brian Cowell be appointed to the Pension Committee effective November 25, 2020 to April 30, 2023.**
- 6. Bruck Easton be appointed as chair of the Audit Committee effective November 25, 2020.**
- 7. Celso Oliveira be appointed as chair of the Pension Committee effective November 25, 2020.**
- 8. Tiffany Gooch be appointed as an External Member of the Investment Committee effective November 25, 2020 to April 30, 2023.**
- 9. Brent Allen be appointed as an external non-Board member to the Resource Allocation Committee effective immediately to April 30, 2023.**
- 10. Sabrina Nazzani be appointed as an external non-Board member to the Audit Committee effective immediately to April 30, 2023**
- 11. the 2<sup>nd</sup> Vice-Chair of the Board serve as a Board member representative on Senate.**

Wright/Sonego

**CARRIED**

**6 Adjournment**

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

Rossini/Sonego  
**CARRIED**