

**Board of Governors
Minutes of Meeting**

Date: November 23, 2021

Time: 4:01pm-7:17pm

Room: MS Teams Virtual Meeting

Members: Jonathan Allison (Chair), Chris Baillargeon, Fazle Baki, Carolyn Brown, Jodi Butts, John Cappucci, Rajen Chetty, Brian Cowell, Shari Cunningham, Beth Daly, Bruck Easton, Jasleen Dayal, Tiffany Gooch, Robert Gordon, Norbert Hartmann, Wanda Juricic, Celso Oliveira, Adam Pillon, Teresa Piruzza, Tom Porter, Helga Reidel, Antonio Rossini, Debbie Sheppard-LeMoine, Mario Sonogo, Bruce Tucker, Elaine Whitmore, Susan Williams, William Willis.

Regrets: Vivian Azouz, Dean Jacobs.

Administration and Guest Speakers: Sandra Aversa, Daniella Beaulieu, Clinton Beckford, Chris Busch, Bev Hamilton, Gillian Heisz, Kaye Johnson, Anna Kirby, Andrew Kuntz, Phebe Lam, Colin McLellan, Michael Siu, Anneke Smit, Edwin Tam, Patti Weir, Rosemary Zanutto; Yvonne Arnowitz (Board Governance Officer), Renée Wintermute (University Secretary).

Declaration of conflict of interest: none reported.

1 Approval of the Agenda

MOTION: That the Agenda be approved.

Daly/Hartmann
CARRIED

2 Minutes of the meeting of October 19, 2021

(see document BG211019M for more details.)

MOTION: That the minutes of the meeting of October 19, 2021 be approved.

Baillargeon/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:

- A personalized land acknowledgment was provided by Helga Reidel. Board members are encouraged to take turns providing a similar acknowledgment at upcoming meetings.
- A moment of silence was held for former Board member Fred Quenneville, who passed away today.
- Thank you to outgoing Board members Jodi Butts, Norbert Hartmann and William Willis.
- The annual Board survey will be sent out shortly and the final results reviewed at the January 22nd Board retreat. Members were urged to take a moment to complete the survey.
- Members were encouraged to give generously to the Take a Seat campaign for the new Lancer Centre. An email will be sent by University Secretariat with more information on how to donate.

4.1.2 President's Report

(see document BG211123-4.1.2 for more details.)

NOTED:

- Planning continues for the Winter semester, as more face-to-face classes will be held.
- Activities over the next few months will include: review of Anti-Black Racism Task Force Report, the launching of the Equity, Diversity and Inclusion external review, and review of Student Misconduct Procedures. The Employee Engagement Survey will also be sent out in the new year.
- The Fall convocation ceremony was held virtually, with graduates receiving a special convocation box.
- A dedication and ceremonial blessing was held recently for the Law building.
- The hybrid Fall Open House was a success, with a Spring Open House scheduled for March 5th.
- The January Board retreat will have several guest speakers who will provide guidance on unconscious bias and engaging Indigenous communities and peoples.
- A number of senior leadership searches are or will soon be underway, all of which include Board representatives as part of the membership.
- An internal Legal Counsel role will be filled, as the University is one of the few institutions that does not have this permanent role in place.
- The Strategic Plan will be completed by Fall 2021, with academic and research strategic plans to follow in 2022-2023. The Strategic Plan Steering Committee and its Project Committee have begun their work.

4.1.3 Guest Speaker/New Initiatives

4.1.3.1 Windsor Law Centre for Cities

(see document BG211123-4.1.3.1 for more details.)

NOTED:

- Dr. Anneke Smit, Director of the Windsor Law Centre for Cities and Associate Professor in the Faculty of Law, provided an overview of the Centre.
- The Windsor Law Centre for Cities supports research, teaching and public engagement on the legal and policy tools related to municipalities and local institutions.
- An overview of the Centre's research, teaching, funding and public engagement was outlined.
- The Centre is committed to sustainability initiatives and building greater awareness andn public engagement around issues facing cities.

4.1.4 Strategic Items/Emerging Priorities/Risk Issues

4.1.4.1 COVID-19 – Update

(see document BG211123-4.1.4.1 for more details.)

NOTED:

- Planning for the Winter term continues. It is expected that 47% of students will be on campus for in-person learning. All buildings with classes are deemed instructional spaces.
- An updated vaccine policy with updated attestation timelines for new employees and new students will be sent out next week. The mask policy will continue to be in place for the Winter term.
- It was noted that the number of those exempted from vaccinations is a very low and cannot be identified due to privacy restrictions. The bar for accommodations is exceedingly high. The air quality for all buildings is continually tested with extra time between classes set up for cleaning protocols. N95 masks are available through the Chemical Control Centre.
- The goal is to have 50% of employees back on campus by December 1st.

4.1.4.2 Addressing Anti-Black Racism and Equity, Diversity, and Inclusion – Update

(see document BG211123-4.1.4.2 for more details.)

NOTED:

- The final report and recommendations of the Anti-Black Racism Task Force will be brought forward to the December Board meeting.
- The University is one of the first universities to sign the Scarborough Charter, which commits to redressing anti-Black racism and to helping make the campus safer for Black students and employees.
- Marium Tolson-Murtty has been appointed to the position of Director of Anti-Racism Organizational Change. This new position is a reorganization of the position of Strategic Planning Officer of Anti-Black Racism Initiatives.
- The signing of the 50/30 challenge commits the University to working to increase the representation and inclusion of diverse groups on the Board and in senior administration.
- The Steering Committee for the external review of EDI, Indigeneity and Decolonization has been meeting to finalize the scope of the review and launch the RFP process, with a proponent to be selected by January 2022.
- The Board will be provided with additional information on the upcoming VP, EDI Distinguished Speaker Series in Anti-Racism and Anti-Oppression Pedagogies and Haiti Relief Initiative.
- The results of the Delta Chi Investigation were announced this week. Disciplinary sanctions have been imposed including a requirement for the sanctioned parties to undergo appropriate training through the Office of the VP, EDI.

4.1.5 Questions Arising from Vice-Presidents' Reports

(see document BG211123-4.1.5 for more details.)

NOTED:

- It was noted that a micro-credential framework for the University is being developed by the Office of Open Learning.
- The document was received for information.

4.2 Audit Committee

Nothing to report.

4.3 Executive Committee

Nothing to report.

4.4 Governance Committee

***4.4.1 Board Governance Workplan 2021 – Update**

(see document BG211123-4.4.1 for more details.)

The document was received for information.*

4.5 Investment Committee

***4.5.1 PH&N Short Core Plus Bond Fund – Working Capital Funds**

(see document BG211123-4.5.1 for more details.)

MOTION: That the PH&N Short Core Plus Fund be approved for the Working Capital Funds of the institution, and that the Working Capital SIPP be updated accordingly.

CARRIED*

4.5.2 Statement of Investment Policies and Procedures for University of Windsor Employees' Retirement Plan and Retirement Plan for Faculty and Certain Employees – Revision
(see document BG211123-4.5.2 for more details.)

MOTION: That the revised Statement of Investment Policies and Procedures for the University of Windsor Employees' Retirement Plan and the Retirement Plan for Faculty and Certain Employees be approved.

Baillargeon/Reidel
CARRIED

4.6 Pension Committee

***4.6.1 Report of the Pension Committee**
(see document BG211123-4.6.1 for more details.)

The document was received for information.*

4.7 Resource Allocation Committee

4.7.1 Fall 2021 Enrolment Report
(see document BG211123-4.7.1 for more details.)

NOTED:

- There is a record enrolment of 15,376 students, though domestic numbers are down from 2020, with a drop of 2% in undergraduate students mostly due to challenges in recruiting domestic students from outside of the tri-counties during the pandemic.
- Enrolment targets and Strategic Enrolment Management talks with the Deans are ongoing, with a focus on the upcoming institutional Strategic Plan, the Faculty Financial Sustainability Plans (FFSPs), and the life cycle of a student into a lifelong learner. Through enrolment planning by the Deans, targets are being set for recruitment within and outside the tri-county areas.
- There is positive growth in graduate student enrolment. Moving forward the focus will be on diversifying enrolments and country of origin by expanding into other international markets along with diversity scholarships.
- FAHSS continues to be challenged, which is a national trend, with a drop in enrolment of 12%. Members were reminded of the significant role FAHSS plays in course delivery, providing the highest level of service teaching to other programs. The Dean and Finance are working on the FFSP to look at strategies to help this area moving forward, given the University's continued commitment to being a comprehensive university.
- A key factor with undergraduate students is retention. The flow through from year 1 to year 2 was lower than typical, with many students suspected to have paused studies for a year. In addition, all Faculties will need to be mindful of student retention and providing adequate supports, as students transition from virtual to in-person.
- An infusion in undergraduate recruitment strategies of \$1million has been made using excess tuition monies from the Fall. The Deans, the Office of Enrolment Management, and Public Affairs and Communications are working together to devise recruitment strategies for Fall 2022 that align with the central marketing strategy.
- The FFSPs will assist Deans in the planning process, including how best to move forward on issues around filling faculty vacancies and aligning research efforts with the institutional priorities.
- Enrolment numbers will likely go up in the Winter term due to more in-class opportunities.

4.7.2 2021-2022 Operating Budget Mid-Year Review
(see document BG211123-4.7.2 for more details.)

NOTED:

- A balanced budget continues to be projected for 2021/22.

- Tuition revenue exceeded budget for the Spring/Intercession and Fall semesters. The Fall Residence enrolment exceeded expectations.
- There was an investment of \$2.55M into Operating expenditures.
- Forecast savings of \$1.02M in the utility budget will go to Ancillary Services to assist with the challenges they are facing due to the pandemic.
- The pandemic continues to impact the University, including with Ancillary Services, Centre for English Language Development and international student deferrals.
- A 9-month review will include a review of the Enrolment Contingency Reserve for 2021/22.
- It was noted that discussions with book publishers have not brought forward any savings on course books, given the financial struggles they are also facing.

4.7.3 2022-2023 Operating Budget Assumptions

(see document BG211123-4.7.3 for more details.)

NOTED:

- 2022-2023 is the second year of a two-year strategy to balance the base budget post-COVID. A base adjustment of \$3M is anticipated to reduce the enrolment contingency fund along with a base realignment of administrative budgets and likely for Faculty budgets.
- This is the second year for the new UWindsor ABB Model. A Model Governance Committee has been created, which includes decanal membership, to maintain the budget model.
- The Faculty Financial Sustainability Plans (FFSP) are being established to focus on Faculty-specific revenue growth and cost mitigation strategies.
- The 2022/23 Operating budget (including tuition and ancillary fees) will come to April 2022 Board meeting.
- Challenges to balancing the budget include: no increases to government grants, the activation of the SMA3 performance-based component of the grant, and anticipated continuation of domestic tuition freeze due to the upcoming Ontario election.
- On the revenue side, members should expect to see proposals for increases to international tuition fees at or higher than the rates proposed last year. Expenditure considerations and assumptions were reviewed.
- The Fall 2021 enrolment review will be finalized on December 1st with Fall 2022 planning underway.

4.7.4 Sustainable Chiller Replacement Project

(see document BG211123-4.7.4 for more details.)

**MOTION: That the Board of Governors approve that the University proceed with the Steam/
Electric Dual Drive (Hybrid) Chiller Replacement Project with a total project cost of
\$7,200,000.**

Butts/Sonego

NOTED:

- The University has developed an overall framework for sustainability, which is a strategic priority for the campus.
- A sustainable chiller replacement will help the University to reduce emissions by approx. 11,000 tonnes by 2030, to reduce utility costs in the long run, and to meet University's goals towards carbon neutrality by 2050.
- The current chiller is not operational and cannot be repaired. A one-to-one replacement steam chiller would cost \$3.4M but would not help the goal of reducing greenhouse emissions. The recommendation of the replacement chiller for \$7.2M would include the equipment at \$4.2M and the other project costs including modifications to the campus Energy Conversion Centre.

- The project would be funded through an internal loan, funded by annual deferred maintenance funds, and a one-time contribution from Operating funds. Utility savings are carried forward to fund such energy saving projects.
- The chiller replacement project would have an anticipated electricity savings of \$500K per annum and would help towards a 10% reduction in greenhouse gas emissions to 2050.

CARRIED

***4.7.5 Graduate Student Society – Drug & Dental Fees for Winter 2022 term**

(see document BG211123-4.7.5 for more details.)

MOTION: That the Board of Governors approve the Graduate Student Society Drug & Dental Fees for Winter 2022 term.

CARRIED*

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 Lisa Milne be appointed to the Board (to April 26, 2023), to the Board Investment Committee (to April 30, 2023), and to the Board Pension Committee (to April 30, 2023).

CARRIED*

MOTION: That the Board of Governors appoint Tiffany Gooch to the Board Executive Committee to April 30, 2023, effective November 25, 2021.

CARRIED*

MOTION: That the Board of Governors appoint Beth Daly to the Board Resource Allocation Committee to April 30, 2023, effective November 25, 2021.

CARRIED*

MOTION: That the Board of Governors appoint Tom Porter to the Board Audit Committee to April 30, 2022, effective November 24, 2021.

CARRIED*

MOTION: That the Board of the Governors appoint Bruce Tucker and Shari Cunningham to the Provost and Vice-President, Academic Search Committee.

CARRIED*

MOTION: That the Board of the Governors appoint Rajen Chetty to the Vice-President, Research & Innovation Search Committee.

CARRIED*

6 Adjournment

MOTION: That the meeting be adjourned.

Baillargeon/Tucker

CARRIED