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Board of Trustees

Brock University
Niagara Region
500 Glenridge Avenue
St. Catharines, ON
L2S 3A1 Canada

MINUTES OF MEETING #3 (2011-12)

BOARD OF TRUSTEES

THURSDAY, FEBRUARY 16, 2012, 4:00 PM

BOARD ROOM, 13TH FLOOR, SCHMON TOWER

PRESENT: Chair Mr. Rudi Kroeker

Chair-Elect Mr. Joe Robertson

Members Mr. Sohail Ahmed

Mr. Allan Cole

Ms. Aurora Di Fruscia Ms. Geraldine Jones Mr. Roelof Makken

Ms. Catherine Mindorff-Facca Mr. Dennis Parass (via teleconference)

Mr. Sebastian Prins Mr. Bill Rickers Ms. Joy Rogers Mr. Abe Schwartz Ms. Betty-Lou Souter Mr. Terry Suess Mr. John Suk Dr. Susan Sydor Ms. Terry Trzecak Ms. Kelly Veld

Professor David Vivian Ms. Sheila Young

Ex officio:

President and Vice-Chancellor Dr. Jack Lightstone

Official Resource:

Vice-President, Academic and Provost
Vice-President, Finance and Administration
Vice-President, Advancement

Dr. Murray Knuttila
Mr. Steven Pillar
Mr. David Petis

Vice-President, Research Dr. Gary Libben

Secretary to the Board Mr. Mike Farrell

Recording Secretary Ms. Margaret Thompson

ALSO

PRESENT: Mr. Darren Harper, Ms. Joanne McKee, Mr. Peter McKinley, Mr. Tom Saint-Ivany,

Ms. Valerie Wolfe (for agenda item 9.2.6)

OBSERVERS: Mr. Daud Grewal, Mr. Shawn Jeffords (*The St. Catharines Standard*),

Mr. Jeffrey Sinibaldi

REGRETS: Mr. Jeffrey Cairns, Mr. Nick DiPietro, Mr. Ned Goodman, Mr. Paul House,

Mr. David Howes, Dr. Veronica Lacey, Dr. Maureen Sabia, Ms. Mary Turner,

Dr. Barry Wright, Ms. Helen Young

1. CALL TO ORDER

Mr. Kroeker welcomed members, guests and observers and called the meeting to order. The Chair confirmed that Mr. Parass was participating in the meeting via teleconference.

2. DECLARATION OF CONFLICT OF INTEREST

There were no conflicts of interest declared to any matter on the agenda.

3. MINUTES OF THE PREVIOUS MEETING

[The minutes of Meeting #2 (2011-12) held on December 1, 2011 had been posted with the meeting materials.]

On a motion by Mr. Suk, seconded by Mr. Cole and carried, it was

RESOLVED that the minutes of Meeting #2 (2011-12) of the Board of Trustees held on December 1, 2011 be approved.

4. BUSINESS ARISING FROM THE MINUTES

Mr. Kroeker noted that the document titled "Request for Proposal for the Review of the Finance Function and Other Related Matters – Consulting Services" had been distributed to Board members as agreed to during the previous meeting. Dr. Lightstone added that as Trustees may be aware, Deloitte had been awarded the contract and has initiated its undertaking of the Review.

5. REPORT OF THE CHAIR OF THE BOARD

[The Report of the Chair of the Board dated February 16, 2012 had been posted with the meeting materials.]

The Chair referred members to his Report which had been posted with the meeting materials. He

highlighted several items for the information of the Board.

Mr. Kroeker shared the following announcements:

Vice-President, Finance and Administration

The Chair noted that this would be the last Board meeting that Mr. Steven Pillar, Vice-President, Finance and Administration would be attending prior to his departure from the University. While there had been several recent opportunities to thank Mr. Pillar for his service to Brock University, the Chair wished to formally recognize him and wish him much success in his new position at Trent University.

On a motion by Dr. Sydor, seconded by Dr. Lightstone and carried, it was

RESOLVED that the Board of Trustees expresses its sincere appreciation to Mr. Steven Pillar for his many years of distinguished service, commitment and dedication to Brock University and to the community.

Mr. Kroeker and Dr. Lightstone presented Mr. Pillar with a commemorative framed certificate in recognition of his service to Brock University.

Mr. Pillar thanked the Board of Trustees for providing him with the opportunity to serve the University as Vice-President, Finance and Administration.

Brock Athletics

- The Brock women's rugby team captured the gold medal at the USA Sevens Tournament held in Nevada.
- The Brock women's wrestling team won their fifth consecutive OUA championship and twelfth title in program history. Michelle Fazzari became the first Brock women's wrestler in history to capture five OUA individual titles.
- Brock University alumni and Brock Wrestling coach, Tonya Verbeek, was named the St. Catharines Female Athlete of the Year for a record setting third time. Tonya has also qualified for the 2012 Summer Olympics in London, England.
- Brock Athletes hosted several events in support of breast cancer awareness and research. Over \$2,000 was raised through a series of events (basketball, hockey and volleyball).

Bruce Wormald

Mr. Kroeker commented on the recent and sad passing of Mr. Bruce Wormald, former member of the Board of Trustees and one of Brock's first athletes of the year in hockey and in soccer. Bruce had served on the Board from 2004-2010. He cared deeply for Brock University and for our students and will be sorely missed. Heartfelt condolences from the Board of Trustees had been shared with Bruce's wife and family.

6. REPORT OF THE EXECUTIVE COMMITTEE

[The minutes of the Executive Committee meeting held on January 18, 2012 had been posted with the meeting materials.]

The Chair noted that a meeting of the Executive Committee was held on January 18, 2012. There were no items of business for the consideration of the Board from the meeting.

As a follow-up to the Executive Committee meeting, the Governance/Nominating Committee recommended that the following three lay members of the Board be included on the Advisory Committee for the search for the new Vice-President, Finance and Administration: Mr. Joe Robertson, Mr. John Suk and Mr. Nick DiPietro. The Chair thanked Trustees for their willingness to serve.

7. REPORT OF THE PROVOST AND VICE-PRESIDENT, ACADEMIC

Dr. Knuttila provided an oral Report on activities underway within the Office of the Provost and Vice-President, Academic for the information of Trustees. Of note, applications to Brock have increased, including first choice applications; academic program reviews continue to be completed; Dr. Ejaz Ahmed recently joined the University as the new Dean of the Faculty of Mathematics and Science; Dr. Don Cyr accepted the interim position of Dean of the Faculty of Business; and the research work of Brock scholar, Dr. Glenn Tattersall, Department of Biological Sciences, was recently highlighted during a conference that Dr. Knuttila had attended in Brazil.

8. REPORT OF THE ACTIONS OF THE UNIVERSITY SENATE

[The Reports of the Actions of the University Senate from the 594th meeting held on December 7, 2011 and the 595th meeting held on February 8, 2012 had been posted with the meeting materials.]

Dr. Sydor referred members to the Reports of the Actions of the University Senate from the meetings held on December 7, 2011 and February 8, 2012. She highlighted the following recommendation which had been approved by the Budget Advisory Committee on January 17, 2012 and then by Senate on February 8, 2012: "That Senate recommend to the University budget planners and to the Board of Trustees that any unassigned surplus generated within the 2011-12 Academic Year be used to offset the cuts expected of the Academic Units."

9. REPORTS OF STANDING COMMITTEES

9.1 Audit Committee

The Chairman of the Audit Committee was unable to attend today's meeting due to a prior commitment.

The Audit Committee held a meeting on December 16, 2011. There were no items of business to present to the Board for consideration from the meeting.

9.2 Financial Planning and Human Resources Committee

[The minutes of Meeting #3 (2011-12) held on February 2, 2012 had been posted with the meeting materials.]

Mr. Suk presented the Report of the Financial Planning and Human Resources Committee. He noted that the decision items would be presented for the consideration of the Board prior to the information items.

9.2.1 Fees

a) 2012-13 Residence Fees

[A Decision Item *TOPIC: 2012-13 Residence Fees* dated February 2, 2012, together with Attachment 1: Brock University Residence Operations Proposed 2012-13 Budget and Attachment 2: Fee by Residence, had been posted with the meeting materials. An additional confidential attachment was circulated to members during the meeting.]

Mr. Suk referred members to the Report which contained detailed information regarding the rationale for the proposed 2012-13 residence fees.

On a motion by Mr. Suk, seconded by Ms. Souter and carried, it was

RESOLVED that the residence fees for 2012-13 be approved as proposed.

For the record, Mr. Prins abstained from voting.

9.2.2 Brock Pension Plan – Plan Amendments Related to Bill 133 – Decision Item

[A Decision Item *TOPIC: Brock Pension Fund – Plan Amendments Related to Bill 133* dated February 2, 2012 had been distributed with the meeting materials, together with the following:

Attachment 1: Declaration of Amendment of Brock University Pension Plan Amendment No. 1;

Attachment 2: Brock University Pension Plan – as amended and restated July 1, 2009; and

Attachment 3: Comparing the Marriage Breakdown Division Regimes.]

Mr. Suk referred members to the Report which contained detailed information regarding the rationale for the proposed recommendation regarding the amendment to the Brock University Pension Plan.

On a motion by Mr. Suk, seconded by Mr. Makken and carried, it was

RESOLVED that Amendment No. 1 to the Brock University Pension Plan be approved and that any one or more officers of the University are authorized to execute all documents and instruments and to do all things necessary to desirable to effect the foregoing amendment, including without limiting the generality of the foregoing, to file any documents that may be required by the Financial Services Commission of Ontario and the Canada Revenue Agency in connection with this amendment.

9.2.3 2012-13 Endowment Spending Rate – Decision Item

[A Decision Item *TOPIC: 2012-13 Endowment Spending Rate Decision* dated February 2, 2012 had been posted with the meeting materials.]

Mr. Suk referred Trustees to the Report which outlined the rationale for the proposed 2012-13 endowment bursary payout rate.

On a motion by Mr. Suk, seconded by Mr. Cole and carried, it was

RESOLVED that the endowment bursary payout rate for 2012-13 be 3%.

9.2.4 Deferred Maintenance Update and Aquatic Centre Renewal Project – Decision Item

[A Decision Item *TOPIC: Deferred Maintenance Update and Aquatic Centre Renewal Project* dated February 2, 2012 had been posted with the meeting materials together with Attachment 1: Eleanor Misener Aquatic Centre (Constructed 1980) Facility Condition Audited, updated October 14, 2011; Attachment 2: Brock University Aquatic Centre Renewal Scope of Work Summary dated January 13, 2012; and Attachment 3: Previous Recommendations (from October 21, 2011 Briefing).]

At the request of a member, Mr. Saint-Ivany reviewed the rationale for the proposed Aquatic Centre Renewal Project as outlined in the Report. Ms. McKee responded to questions regarding utilization of the pool for both internal and external constituencies and revenue from the rental of the facility.

On a motion by Mr. Suk, seconded by Mr. Rickers and carried, it was

RESOLVED that a budget of \$3.124 million be approved for the Aquatic Centre Renewal project.

Mr. Suk then referred members to the following Reports which had been considered by the Financial Planning and Human Resources Committee and forwarded to the Board for information:

9.2.5 2012-13 Budget Development

[An Information Item *TOPIC: 2012-13 Budget Development* dated February 2, 2012, together with Attachment 1: Timelines and Processes for 2012-13, had been posted with the meeting materials.]

9.2.6 <u>Insurance Renewal and Claims Report</u>

[An Information Item *TOPIC: Insurance Renewal and Claims Report* dated February 2, 2012, together with Attachment 1: Brock University Insurance Premium Summary 2010-2012 and Attachment 2: CURIE Subscriber Premium and Loss History 1988 to 2011 as at September 30, 2011 had been posted with the meeting materials.]

9.2.7 Student Tuition Fees for 2012-13

[An Information Item *TOPIC: Student Tuition Fees for 2012-13* had been posted with the meeting materials.]

9.2.8 Kuali Finance System Project Update

[An Information Item *TOPIC: Kuali Finance System Project Update* dated February 2, 2012 together with Attachment 1: Brock University Kuali Proof of Concept (POC) had been posted with the meeting materials.]

Ms. McKee responded to questions regarding the Proof of Concept evaluation, potential implementation of the open source Kuali Finance System, and the collection of comparative data with other universities. Following further due diligence by the University, a recommendation would be presented to the Board for consideration.

9.2.9 Generative Discussion – Financial Metrics

[An Information Item *TOPIC: Generative Discussion – Financial Metrics* dated February 2, 2012 had been posted with the meeting materials together with Attachment 1: Financial Metrics Summary and Attachment 2: Financial Metrics.]

9.2.10 Revised Matrix

[An Information Item *TOPIC: Revised Matrix* dated February 2, 2012 together with Attachment 1: Financial Planning and Human Resources Committee Reporting Requirements Matrix – Updated January 2012 had been posted with the meeting materials.]

9.3 Report of the Financial Planning and Human Resources Committee and the Capital Projects and Facilities Committee – *In Camera*

Mr. Suk noted that a motion was required to move *in camera* for consideration of the following confidential Reports from the Financial Planning and Human Resources Committee and the Capital Projects and Facilities Committee:

9.3.1 Joint BUSU/Faculty of Business Feasibility Study – *In camera* – Decision Item

9.3.2 <u>Academic and Cultural Arts Centre for Downtown St. Catharines – 198 St. Paul Street – Marilyn I. Walker School of Fine and Performing Arts – *In camera* – Decision Item</u>

On a motion by Mr. Suk seconded by Mr. Robertson and carried, the Board moved *in camera* at 4:25 p.m. Non-Trustees retired from the meeting.

The Board resumed **open** session at 5:47 p.m.

[During the *in camera* session, the Board considered confidential Reports from the Financial Planning and Human Resources Committee and the Capital Projects and Facilities Committee and passed confidential recommendations.

The Board was apprised of a matter discussed during a meeting of the Advancement, Community Relations and Research Committee. It was requested that the minutes of the Board meeting reflect that the following was disclosed to the Board: A financial monitoring review was conducted by the Natural Sciences and Engineering Research Council of Canada (NSERC) and the Social

Sciences and Humanities Research Council of Canada (SSHRC) at the University in 2009. Brock University received an unsatisfactory rating which followed a previous unsatisfactory rating in 2004. Changes and processes have been implemented to facilitate the University's full compliance with Tri-Council guidelines in order that a satisfactory rating will be achieved following the next review anticipated to occur later this year.]

Due to previous commitments, Mr. Suk and Mr. Parass retired from the remainder of the meeting.

Acceptance of Report

On a motion by Mr. Cole, seconded by Ms. Trzecak and carried, it was

RESOLVED that the Report of the Financial Planning and Human Resources Committee as contained in the minutes of the meeting held on the February 2, 2012 be accepted.

9.4 <u>Capital Projects and Facilities Committee</u>

[The minutes of meeting #2 (2011-12) held on January 26, 2012 had been posted with the meeting materials.]

Mr. Rickers presented the Report of the Capital Projects and Facilities Committee, noting that the decision items from the Committee had been considered during the closed session. Mr. Rickers then referred members to the following Report which had been considered by the Committee and forwarded to the Board for information:

9.4.1 Major Projects Update

[An Information Item *TOPIC: Major Projects Update* dated January 26, 2012 had been posted with the meeting materials together with the following Project Status Update Reports: Norman Road (International Centre), Cairns Family Health and Bioscience Research Complex (CFHBRC), and 198 St. Paul Street - Marilyn I. Walker School of Fine and Performing Arts (MIW-SFPA).]

9.4.2 Five-Year Project Plan and Past Fiscal Year Project Plan

[An Information Item *TOPIC: Five-Year Project Plan and Past Fiscal Year Project Plan* dated January 26, 2012, together with Attachment 1: Five-Year Project Plan and Attachment 2: FY 2010-11 – Final, had been posted with the meeting materials.]

9.4.3 Cairns Family Health and Bioscience Research Complex

[An Information Item *TOPIC: Cairns Family Health and Bioscience Research Complex* dated January 26, 2012 had been posted with the meeting materials, together with the following: Attachment 1: Niagara Health and Bioscience Research Complex – Project Master Schedule; Attachment 2: Niagara Health and Bioscience Research Complex – Funding and Expenditure Log; and Attachment 3: Niagara Health and Bioscience Research Complex – Risk Register.]

Mr. Rickers reported to the Board that during the Committee's consideration of the Report, it was stressed to representatives present at the meeting from MHPM, Ellis Don and architects Alliance that the substantial completion date of May 8, 2012 must be met and that construction contingency

expenditure must be contained to every extent possible.

9.4.4 Acceptance of the Report

On a motion by Mr. Rickers, seconded by Mr. Cole and carried, it was

RESOLVED that the Report of the Capital Projects and Facilities Committee as contained in the minutes of the meeting held on January 26, 2012 be accepted.

9.5 Advancement, Community Relations and Research Committee

[The minutes of Meeting #3 (2011-12) held on February 2, 2012 had been posted with the meeting materials.]

Ms. Rogers presented the Report of the Advancement, Community Relations and Research Committee. She noted that the Committee meeting had commenced with a cheque presentation to the University from The Ontario Paper Thorold Foundation towards the Cairns Family Health and Bioscience Research Complex.

Ms. Rogers then referred Trustees to each of the following Reports which had been considered by the Committee and forwarded to the Board for information:

9.5.1 General Brock's October Soirée Update

[An Information Item *TOPIC: 2011 General Brock's October Soirée* dated February 2, 2012 had been posted with the meeting materials.]

9.5.2 Report of the Office of the Vice-President, Research

[An Information Item *TOPIC: Office of the Vice President, Research* dated February 2, 2012 had been posted with the meeting materials.]

9.5.3 Web Marketing Communications Update

[An Information Item *TOPIC: Web Marketing Communications Update* dated February 2, 2012 had been posted with the meeting materials.]

9.5.4 Acceptance of the Report

On a motion by Ms. Rogers, seconded by Ms. Di Fruscia and carried, it was

RESOLVED that the Report of the Advancement, Community Relations and Research Committee as contained in the minutes of the meeting held on February 2, 2012 be accepted.

10. REPORT OF THE PRESIDENT AND VICE-CHANCELLOR

[The President's Report to the Board dated February 9, 2012 had been posted with the meeting materials, together with a Report titled "Whither Pedagogy" – A 'thought piece' in an era of transformative change at Brock dated January 12, 2012.]

Dr. Lightstone referred Trustees to his written Report. By way of an overhead presentation, he provided information regarding the potential financial benefits that may be achieved through the initiation of various options of innovative pedagogy. Trustees then engaged in a generative discussion with respect to pedagogy in the context of the University's finances.

11. OTHER BUSINESS - None

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ADJOURINIENT	
The meeting adjourned to closed session at 6:55 p.m. remained for the <i>in camera</i> session.	Only members of the Board of Trustees
Michael Farrell, Secretary	Rudi Kroeker, Chair