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Board of Trustees

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

MINUTES OF MEETING #4 (2011-12)

BOARD OF TRUSTEES

THURSDAY, APRIL 26, 2012, 4:00 PM

BOARD ROOM, 13TH FLOOR, SCHMON TOWER

PRESENT: Chair Mr. Rudi Kroeker

Chair-Elect Mr. Joe Robertson

Immediate Past Chair Mr. David Howes

Members Mr. Sohail Ahmed

Mr. Jeffrey Cairns Mr. Allan Cole Ms. Geraldine Jones

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Dr. Veronica Lacey (via teleconference)

Mr. Roelof Makken

Ms. Catherine Mindorff-Facca

Mr. Sebastian Prins Mr. Bill Rickers Ms. Joy Rogers

Dr. Maureen Sabia (via teleconference) Mr. Abe Schwartz (via teleconference)

Ms. Betty-Lou Souter Mr. Terry Suess Mr. John Suk Dr. Susan Sydor Ms. Kelly Veld

Professor David Vivian

Dr. Barry Wright

Official Resource:

Vice-President, Academic and Provost

Vice-President, Advancement Vice-President, Research Interim Vice-President, Finance Interim Vice-President, Administration Dr. Murray Knuttila Mr. David Petis

Dr. Gary Libben Ms. Joanne McKee Mr. Tom Saint-Ivany Secretary to the Board Mr. Mike Farrell

Recording Secretary Ms. Margaret Thompson

ALSO

PRESENT: Mr. Darren Harper, Mr. Peter McKinley

OBSERVER: Mr. Kiel Ormerod

REGRETS: Ms. Aurora Di Fruscia, Mr. Nick DiPietro, Mr. Ned Goodman, Mr. Paul House,

Dr. Jack Lightstone, Mr. Dennis Parass, Ms. Terry Trzecak, Ms. Mary Turner,

Ms. Helen Young, Ms. Sheila Young

1. CALL TO ORDER

Mr. Kroeker welcomed members and guests and called the meeting to order. The Chair confirmed that Dr. Lacey, Dr. Sabia and Mr. Schwartz were participating in the meeting via teleconference. The Chair introduced and welcomed the new President of the Graduate Students' Association, Mr. Kiel Ormerod, who was a guest at today's meeting.

The Chair noted that Dr. Lightstone was unable to attend today's meeting as he is Brazil on a historic mission of Canadian university presidents. The delegation will promote Canadian education opportunities for Brazilian post-graduate students and explore and strengthen research collaborations between the two countries. Organized by the Association of Universities and Colleges of Canada, the 31 presidents will visit key Brazilian cities from April 25 to May 2. In addition to meeting with Brazilian university and government officials, Dr. Lightstone will attend a reception with the Canadian Ambassador accompanied by several Brock alumni who live and work in Brazil. Led by Governor General David Johnston, this is the largest international mission of university presidents in Canadian history and they will seek to make Canadian universities a destination of choice for Brazilian students, and broaden the scope of Canada's research collaborations to ensure that Canada remains competitive in the knowledge economy.

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 #3 (2011-12) held on February 16, 2012 had been posted with the meeting materials.]

On a motion by Mr. Howes, seconded by Ms. Mindorff-Facca and carried, it was

RESOLVED that the Minutes of Meeting #3 (2011-12) of the Board of Trustees held on February 16, 2012 be approved.

4. **BUSINESS ARISING FROM THE MINUTES** - None

5. REPORT OF THE CHAIR OF THE BOARD

[The Report of the Chair of the Board dated April 26, 2012 had been posted with the meeting materials.]

The Chair referred members to his Report. During a brief discussion Mr. Kroeker responded to questions and received comments from members with respect to the challenges of implementing innovative initiatives due to the University's financial constraints.

Mr. Kroeker was pleased to share the following announcements:

- Dr. Lightstone had recently been bestowed the Paul Harris Fellow Award by the Rotary Club of St. Catharines. Dr. Lightstone was recognized by the Rotary Club for the leadership he has shown during Brock's unprecedented growth. On behalf of the Board of Trustees, Mr. Kroeker extended congratulations to Dr. Lightstone on receiving this prestigious Award.
- Board member, Ms. Mary Turner, was recently promoted to Chief Operating Officer of Canadian Tire Financial Services and President of Canadian Tire Bank. On behalf of the Board of Trustees, Mr. Kroeker extended congratulations to Ms. Turner.
- With respect to Brock Athletics, volleyball coaches Dale Melnick and Scott Hunt were selected as assistant coaches of Team Ontario. Tonya Verbeek, Brock University alumna and Brock wrestling coach, is preparing for 2012 Olympics in London, England. Graduating student and women's basketball player, Jessica Del Signor, will represent Brock at the OUA Women of Influence Luncheon on May 8, 2012 in Huntsville.

6. REPORT OF THE EXECUTIVE COMMITTEE

[The Minutes of Joint Meeting #1 of the Executive Committee and the Financial Planning and Human Resources Committee and Meetings #3 and #4 of the Executive Committee held on March 22, 2012 and April 4, 2012 had been posted with the meeting materials.]

The Chair noted that the Executive Committee held three meetings since the last meeting of the Board. There were no items for the consideration of the Board from the meetings. During its meeting on April 4, the Executive Committee ratified the tentative collective agreement with CUPE, Local 4207 Unit 3.

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

[The Report of the Provost and Vice-President, Academic dated April 26, 2012 had been posted with the meeting materials.]

Dr. Knuttila referred members to his Report. During the Board's consideration of the Report, Dr. Knuttila responded to questions from members and received comments regarding the delegation of Provosts and Vice-Presidents from Canadian universities to Brazil, the status of the University's strategic plan, the audit of faculty teaching evaluations by the Office of the Auditor General of Ontario, and the increase in undergraduate class size.

8. REPORT OF THE ACTIONS OF THE UNIVERSITY SENATE

[The Reports of the Actions of the University Senate from the 596th meeting held on March 21, 2012 and the 597th meeting held on April 11, 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 March 21, 2012 and April 11, 2012. She further noted that a special Senate meeting devoted to discussing issues related to innovative pedagogy had been held on April 18, 2012.

9. REPORTS OF STANDING COMMITTEES

9.1 Audit Committee

[The Minutes of Meeting #2 held on December 1, 2011 and Meeting #3 held on December 16, 2011 had been posted with the meeting materials.]

Dr. Sabia noted that the Minutes of the Audit Committee meetings held on December 1, 2011 and December 16, 2011, approved by the Audit Committee, had been distributed for the information of the Board.

The Audit Committee held three meetings since the previous meeting of the Board. Dr. Sabia reported on the following business items from the meeting held on February 27, 2012:

- The Audit Committee reviewed with Management the updated University Response Plan to the Tri-Council Research Monitoring Report. The Audit Committee stressed to Management that researchers be made aware of the two previous unsatisfactory reviews received from NSERC/SSHRC following the Tri-Council Financial Monitoring visits in 2004 and 2009.
- The Audit Committee received an oral update on the status of the external Financial Review being conducted by Deloitte.
- During closed session, the Audit Committee reviewed Internal Audit Reports and provided advice to Management on matters related to action plans to be developed by Management.
- The Audit Committee reviewed the Brock Enterprise Risk Management Update. The Audit Committee decided that a proposal from Management be held in abeyance until the external Financial Review was complete as there were some overlapping risk areas.
- The Audit Committee reviewed a Report on Management's update on progress of followup items and provided advice regarding an alternative format for the Report.
- The Audit Committee received for information the Brock University Enrolment Audit for the 2010-11 Academic Year.
- The Audit Committee reviewed, and was satisfied with, an Insurance Coverage Report.
- Members of the Financial Planning and Human Resources Committee joined the Audit Committee meeting for a presentation from the Mercer actuaries regarding the Brock University Pension Plan Actuarial Valuation Results. Following the presentation, the Financial Planning and Human Resources Committee passed a motion for the consideration of the Executive Committee.

Dr. Sabia noted that two subsequent meetings of the Audit Committee were held on April 9 and April 16, 2012. During the meetings, the Audit Committee reviewed with Deloitte the results of their draft report regarding the Finance Function Review. Ongoing discussions continue regarding several of Deloitte's proposed recommendations. A report would be shared with Trustees during the next Board meeting in June.

On a motion by Dr. Sabia, seconded by Mr. Robertson and carried, it was

RESOLVED that the Report of the Audit Committee be accepted.

9.2 Advancement, Community Relations and Research Committee

[The Minutes of Meeting #4 (2011-12) held on March 8, 2012 had been posted with the meeting materials.]

Ms. Rogers presented the Report of the Advancement, Community Relations and Research Committee. She noted that there were no decision items for the consideration of the Board from the meeting. 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:

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

[An Information Item *TOPIC: Office of the Vice-President, Research* dated March 8, 2012 had been posted with the meeting materials. Confidential appendices had been distributed to members in hard copy prior to the meeting.]

9.2.2 University Communications Update

[An Information Item *TOPIC: University Communications Update* dated March 8, 2012 had been posted with the meeting materials.]

9.2.3 Mentorship Plus Program Report

[An Information Item *TOPIC: Mentorship Plus Program Report* dated March 8, 2012 had been posted with the meeting materials.]

During the Board's consideration of the Report, Dr. Knuttila responded to questions and received comments regarding students' current average academic course load (less than five credits) and the average amount of years it takes for most students to graduate (more than four years). It was suggested that Administration provide follow-up information to the Board regarding the associated financial impact to the University as a result of students taking longer than normal to complete their degree and the reasons why students are not taking a full course load of five credits.

9.2.4 Undergraduate Student Awards and Financial Aid

[An Information Item *TOPIC: Undergraduate Student Awards and Financial Aid* dated March 8, 2012 had been posted with the meeting materials.]

9.2.5 Acceptance of the Report

On a motion by Ms. Rogers, seconded by Mr. Suk 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 March 8, 2012 be accepted.

9.3 Capital Projects and Facilities Committee

[The Minutes of Meeting #3 (2011-12) March 15, 2012 had been posted with the meeting materials.]

Mr. Rickers presented the Report of the Capital Projects and Facilities Committee. He noted that there was one decision item for the consideration of the Board which would be presented prior to the information items.

Agenda Item

9.3.2 The General Isaac Brock Commemoration Project

[A Decision Item *TOPIC: The General Isaac Brock Commemoration Project* dated March 15, 2012, together with Attachment 1: The General Brock Monument Project – Monument Location Options 1 and 2, had been posted with the meeting materials.]

Mr. Rickers provided an overview of the proposed General Isaac Brock Commemoration Project as detailed in the Report.

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

RESOLVED that the General Isaac Brock Commemoration Project be approved in principle subject to the following conditions:

- a) That the full cost of the project is funded by a private donation to the University, and
- b) That final approval of the selected design concept is approved by the Board of Trustees prior to implementation.

Mr. Kroeker requested that the Vice-President, Advancement communicate the Board's appreciation to the donor.

Mr. Rickers then referred members to each of the following Reports which had been considered by the Committee and forwarded to the Board for information:

Agenda Item

9.3.1 Major Projects Update

[An Information Item *TOPIC: Major Projects Update* dated March 15, 2012 had been posted with the meeting materials together with the following Project Status Update Reports: Cairns Family Health and Bioscience Research Complex (CFHBRC), 198 St. Paul Street – Marilyn I. Walker

School of Fine and Performing Arts (MIW-SFPA), and Aquatic Centre Renewal Project.]

Agenda Item

9.3.3 New Front Entrance 'Gateway' Sign

[An Information Item *TOPIC: New Front Entrance 'Gateway' Sign* dated March 15, 2012, together with Attachment 1: location and conceptual design of the Brock University Gateway Signage, had been posted with the meeting materials.]

9.3.4 <u>Cairns Family Health and Bioscience Research Complex Occupant Moves and Post Project</u> Moves/Renovations

[An Information Item *TOPIC: Cairns Family Health and Bioscience Research Complex Occupant Moves and Post Project Moves/Renovations* dated March 15, 2012 had been posted with the meeting materials together with the following attachments: 1: Draft Cairns Family Health and Bioscience Research Complex Move Plan; 2: CRN Move Plan Occupancy Schedule; 3: Post CFHBRC Moves/Renovation Plan and 4: Preliminary Schedule – Post CFHBRC Moves and Renovations.]

9.3.5 <u>Deferred Maintenance and Renewal Requirements Update</u>

[An Information Item *TOPIC: Deferred Maintenance and Renewal Requirements Update* dated March 15, 2012, together with Attachment 1: Deferred Maintenance Update, had been posted with the meeting materials.]

9.3.6 Energy Conservation and Demand Management

[An Information Item *TOPIC: Energy Conservation and Demand Management* dated March 15, 2012 had been posted with the meeting materials together with the following attachments: 1: Anticipated Energy Conservation Projects and 2: Energy Conservation Projects Implementation.]

9.3.7 Waste Audit Annual Report

[An Information Item *TOPIC: Waste Audit Annual Report* dated March 15, 2012 had been posted with the meeting materials together with Attachment 1: Waste Reduction Work Plan and Attachments 2 and 3: Unit photographs.]

9.3.8 Academic and Cultural Arts Centre for Downtown St. Catharines

[An Information Item *TOPIC: Academic and Cultural Arts Centre for Downtown St. Catharines* dated March 15, 2012 together with Attachment 1: The Umbrella Agreement had been posted with the meeting materials.]

9.3.9 Acceptance of the Report

On a motion by Mr. Rickers, seconded by Ms. Mindorff-Facca 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 March 15, 2012 be accepted.

9.4 Financial Planning and Human Resources Committee

[The Minutes of Meeting #4 (2011-12) held on April 12, 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. An in camera session would also be held during the Report.

Agenda Item

9.4.4 Student Tuition Fees for 2012-13

[A Decision Item *TOPIC: Student Tuition Fees for 2012-13* dated April 12, 2012 together with Attachment 1: Schedule of Proposed 2012-13 Tuition Fees, had been posted with the meeting materials.]

Mr. Suk referred members to the Report which contained detailed information regarding the proposed tuition fee schedule for 2012-13.

MOVED (Suk/Cole)

THAT the Tuition Fees for 2012-13 be approved as proposed.

In response to a question, Ms. McKee expanded on the rationale for the proposed increase in fees for undergraduate Visa students and Intensive English Language Program (IELP) students which was higher than the proposed increase for domestic students.

The following amendment to the main motion was proposed:

MOVED (Prins/Ahmed)

THAT the proposed Tuition Fees for 2012-13 be amended and the tuition increase for Visa and IELP students be in line with the proposed 5% tuition increase rate for domestic students.

During the Board's consideration of the proposed amendment, both the challenges for international students and the fiduciary responsibility of the University to balance its budget were recognized.

QUESTION on the amendment to the main motion

DEFEATED

The Chair confirmed that Trustees were ready to consider the main motion.

QUESTION on the main motion to approve the 2012-13 Tuition Fees as proposed

CARRIED

Mr. Suk then referred members to the following Reports which had been considered by the Committee and distributed to the Board for information:

Agenda Item

9.4.1 <u>Information Technology Services Update</u>

[An Information Item *TOPIC: Information Technology Services Update* dated April 12, 2012 had been posted with the meeting materials. A confidential Attachment had been distributed to members in hard copy prior to the meeting.]

9.4.2 Ancillary Retail Update and Strategy

[An Information Item *TOPIC: Ancillary Retail Update and Strategy* dated April 13, 2012 had been posted with the meeting materials.]

9.4.3 Ancillary, Administrative and Service Fees for 2012-13

[An Information Item *TOPIC: Ancillary, Administrative and Service Fees for 2012-13* dated April 12, 2012 had been posted with the meeting materials.]

Agenda Item

9.4.5 Credit Rating Results

[An Information Item *TOPIC: Credit Rating Results* dated April 12, 2012 had been posted with the meeting materials together with the following attachments: 1. DBRS Press Release – Brock University, March 6, 2012; 2. DBRS Rating Report, March 6, 2012; 3. DBRS – 2012 Canadian University Peer Comparison Table.]

9.4.6 Fiscal Forecast – March 31, 2012

[An Information Item *TOPIC: Fiscal Forecast – March 31, 2012* dated April 12, 2012, together with Appendix 1, had been posted with the meeting materials.]

9.4.7 2012-13 Budget Development

[An Information Item *TOPIC: 2012-13 Budget Development* dated April 12, 2012 had been posted with the meeting materials together with the following attachments: 1. 2012-13 Budget Development Principles and Guidelines; 2. Council of Ontario Universities Press Release; 3. Association of Universities and Colleges of Canada Press Release; 4. AUCC "Highlights from the Budget Plan"; and 5. Ministry of Training and Colleges Memorandum re: Multi-Year Funding Outlook.]

During the Board's consideration of the 2012-13 Budget Development report, Ms. McKee and Dr. Knuttila responded to questions regarding this year's proposed recission exercise between 2.5% and a reduced Faculty target of 1.5% in recompense for a plan for significant pedagogical and/or operational reform to be implemented in 2013-14. Dr. Knuttila noted that a summary of the academic implications of the 2012-13 budget exercise would be presented to the Senate Budget Advisory Committee in May.

9.4.8 Generative Discussion: Debt Information and Financial Metrics

[An Information Item *TOPIC: Generative Discussion: Debt Information and Financial Metrics* dated April 13, 2012, together with Attachment 1: Internal and External Debt Dashboard and Attachment 2: Financial Metrics Summary Schedule, had been posted with the meeting materials.]

The Chair noted that a motion was required to move *in camera* to consider confidential Reports.

On a motion by Mr. Suk seconded by Mr. Cole and carried, the Board moved *in camera* at 5:33 p.m. Non-Trustees retired from the meeting.

The Board resumed **open** session at 5:50 p.m. Non-Trustees rejoined the meeting.

[During the *in camera* session, the Board considered confidential Reports from the Financial Planning and Human Resources Committee and the Advancement, Community Relations and Research Committee.]

9.4.10 Acceptance of Report

On a motion by Mr. Suk, seconded by Dr. Sydor 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 April 12, 2012 be accepted.

10. REPORT OF THE GOVERNANCE/NOMINATING COMMITTEE

[The Report of the Governance/Nominating Committee dated April 26, 2012 had been posted with the meeting materials.]

Mr. Howes presented the Report of the Governance/Nominating Committee.

10.1 <u>Board and Board Member Self-Assessment Survey</u>

As noted in the Report, the 2012 Board and Board Members Self-Assessment Survey would soon be made available to Trustees to complete on line. In addition, members would be asked to provide feedback regarding a *proposed* change to the scheduling of Board and Committee meetings.

10.2 <u>Procedures for Participating in Meetings by Teleconference</u>

Mr. Howes referred members to the procedures that had been developed by the Governance/Nominating Committee to be used when a member is unable to attend a Board or Committee meeting in person. He strongly encouraged members to attend meetings in person.

10.3 Acceptance of the Report

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

RESOLVED that the Report of the Governance/Nominating Committee dated April 26, 2012 be accepted.

Due to prior commitments, Dr. Sabia excused herself from the remainder of the meeting and Dr. Lacey indicated that she would need to leave during the generative discussion.

12. REPORT OF THE PRESIDENT AND VICE-CHANCELLOR

[The President's Report to the Board dated April 15, 2012, together with the President's Report to Senate dated March 12, 2012, had been posted with the meeting materials. Information pertaining to the generative discussion from the National Collaborating Centres for Public Health, Health Leaders Media, and the Centers for Disease Control and Prevention had also been posted for information.]

The Chair referred Trustees to the Report of the President and Vice-Chancellor. In response to a question, Dr. Knuttila noted that ongoing discussions continue at several different levels regarding issues related to the transfer of credits.

Mr. Kroeker welcomed Dr. Valerie Jaeger, Medical Officer of Health and Commissioner of Public Health, Niagara Region and former member of Brock University's Board of Trustees. He provided an introduction to today's generative discussion "Changing the Conversation of Health Care".

By way of an overhead presentation, Dr. Jaeger provided information regarding the changing conversation about health care versus illness care, and expanded on the social determinants of health. Of note, there is a correlation between social status and longevity which is also tied to an individual's level of education and where an individual lives. Hence, Brock University not only plays a vital role in the education of its students, but also positively impacts the economic and social well being of the Niagara Region and its residents.

Trustees then engaged in a generative discussion. Members shared information regarding future opportunities that the University may engage in to continue to assist in improving the health of its students, the community and the economy.

13. OTHER BUSINESS

13.1 Report Regarding Board Members Whose Terms Expire June 30, 2012

[A Report to the Board of Trustees from the Secretary to the University regarding the names of elected members of the Board whose terms expire on June 30, 2012 had been posted with the meeting materials.]

Pursuant to the General Bylaws of the Board of Trustees, a Report containing the names of elected members of the Board whose terms expire on June 30, 2012 had been distributed for information. A slate of nominations to fill vacancies on the Board would be circulated prior to the Annual Board Meeting to be held on June 28, 2012.

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5 3	ssion at 6:35 p.m. Only members of the Board of Trustees The <i>in camera</i> session was followed by a dinner in Alphie's.
Michael Farrell, Secretary	Rudi Kroeker, Chair