

**UNIVERSITY OF REGINA BOARD OF GOVERNORS**  
**Minutes of the Meeting of**  
**Tuesday, 17 July 2012, Administration-Humanities 527**

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Present: B. Barootes, E. Bourassa, M. Brigham, L. Elliott, D. Kwochka, P. Maze, P. McLellan (Chair), W. Ready, S. Pollon, V. Timmons, M. Young

Resource: D. Button, L. Jankowski (recording secretary), B. Pollock, A. Revet

Regrets: T. Chase, D. Fitzpatrick

Call to order: 8:00 a.m.

Chair, Paul McLellan provided a welcome and introduced Michael Young, Acting President of URSU.

P. McLellan, Chair asked the Board of Governors to declare a conflict of interest should they have one with any of the items discussed at the meeting. No declaration was made. M. Brigham and L. Elliott will excuse themselves for item 10.1.

**1. Approval of the Agenda**

Pollon - Maze

*Moved approval of the agenda as circulated.*

CARRIED

**2. Approval of the Minutes**

2.1 Board Meeting of 8 May 2012, *circulated with the agenda*

It was noted that there were two insignificant errors to correct on the minutes on Page 1 and Page 5 of the minutes.

Brigham - Bourassa

*Moved approval of the minutes as amended.*

CARRIED

**3. Business Arising - None**

**4. Strategic Item(s)**

4.1 University of Regina Financial Statements for the year ending April 30, 2012, Appendix 1 of the Agenda

Pollon - Bourassa

*That the Board of Governors approve the financial statements (**Attachment A**) of the University of Regina for the year ended April 30, 2012.*

S. Pollon presented highlights on Statement 2, page 5 of the financial statements. It was noted that the University experienced a loss of \$64 million at the April 30, 2012 year-end due mainly to the change in the discount rate and return on investment with the pension plans which did not perform at the expected level.

Overall the University is in a large surplus position and Pollon thanked the administration for their hard work over the past year.

The question was called on the motion.

CARRIED

4.2 Draft Memorandum of Audit Observations, Appendix 2 of the Agenda

S. Pollon presented the item for information. The draft Management Letter and draft Certain Other Matters Report was distributed to the Board and are *appended to the Minutes as Appendices 1 and 2*. Pollon noted there was a \$3.2 million adjustment which is reflected in the financial statements and there were no other matters to report.

4.3 2011-2012 – Annual Report, Appendix 3 of the Agenda

Pollon - Barootes

*That the Board of Governors approve the draft content as amended for the 2011-2012 Annual Report and authorize the President to approve additional material and amendments as necessary to satisfy the Provincial Auditor's requirements, consistent with the draft material.*

S. Pollon presented the item and noted there were amendments made to the Annual Report primarily on Pages 13 through 17 due to adding more context around the issue of the pension plan accounting and trend lines over the recent years which better explain the loss reported in the financial statements. The changes were distributed at the Board meeting and are *appended to the Minutes as Appendix 3*.

The question was called on the motion including the changes noted to the Annual Report as distributed.

CARRIED

4.4 2013-2014 Operations Forecast, Appendix 4 of the Agenda

L. Elliott presented the item for information. Elliott confirmed that the full Powerpoint presentation would come to the Board for approval at the September Board meeting.

President Timmons noted that the operations forecast is consistent from previous years and there are linkages with the University of Regina strategic plan and the provincial strategy.

There was a discussion on the 5.2% provincial operating grant ask to sustain current operations at the University. Management confirmed that the operations forecast will include a variety of funding scenarios in the operations forecast presented in September for approval.

There was a brief discussion on the University adapting a lean management philosophy. Management confirmed they are looking at efficiencies through various options that include printing, evergreen program, technology and the Academic Program Review to name a few which have taken a similar approach to a lean management environment.

**5. Administrative Item(s)**

5.1 First-time Adoption of New Accounting Standards, and New Accounting Policy Choice, Appendix 5 of the Agenda

Pollon - Maze

*That the Board of Governors approve, for the first-time adoption of the Part III/Part II CICA accounting standards, that the University elect to take the following exemptions:*

- *Business Combinations Exemption;*
- *Financial Instruments Exemption, on an instrument by instrument basis as determined by management;*
- *Asset Retirement Obligations exemption; and,*

*that it approves the University to adopt the Immediate Recognition accounting policy choice to measure its employee future benefit obligations.*

S. Pollon presented the item. It was noted that the starting fiscal year is April 1, 2012 as the transition day for adopting the new not-for-profit accounting standards and policy choice. Pollon highlighted the exemptions outlined in the decision item.

Pollon congratulated management on a job well done with working through the various accounting standards options over the past year.

The question was called on the motion. CARRIED

5.2 Enterprise Risk Management Policy, Appendix 6 of the Agenda

Pollon - Barootes

*That the Board of Governors approve the updated Enterprise Risk Management Policy (Attachment A).*

S. Pollon presented the item and noted the approval of the policy follows the framework which was previously approved. Pollon noted that the policy does not impact the Internal Audit role should this position be filled in the future. Pollon also noted that the risk register will be coming forward to the Board at the September meeting.

The question was called on the motion. CARRIED

5.3 Revisions to the Saskatchewan Justice Institute Constitution, Appendix 7 of the Agenda

Elliott - Brigham

*That the Board of Governors approves the revisions shown in Attachment A (tracked) to the Saskatchewan Justice Institute Constitution, a Tier I Institute of the University of Regina.*

L. Elliott presented the item and noted the changes were minor in order to provide clarity.

The question was called on the motion. CARRIED

5.4 AdHum Building Smoke Ventilation System, Appendix 8 of the Agenda

Elliott - Brigham

*That the Board of Governors approve the project "AdHum Building Smoke Ventilation System" at a project cost of \$400,000.*

L. Elliott presented the item and noted the approval is necessary and requires Board approval.

The question was called on the motion. CARRIED

5.5 Policies and Procedures Governing Board Operations – Amendment of Section 4.5 Election of the Chair and Vice-Chair, Appendix 9 of the Agenda

Ready - Brigham

*That the Board of Governors approve replacing the existing Section 4.5 Election of Chair and Vice-Chair of the Policies and Procedures Governing Board Operations with the following and that this revision would be effective immediately:*

***4.5 Election of Chair and Vice-Chair***

*The Board annually elects its chair and vice-chair.*

*This election is normally held at the July Board meeting to take effect August 1.*

*Prior to the July Board meeting, the University Secretary will ask all Board members to declare if they have an interest to serve as Chair or Vice-Chair (this is normally done through the annual survey in which board members are asked for their committee preferences and interest to serve as Chair or Vice-Chair). The University Secretary will advise the Governance and Nominations Committee at its July Committee meeting regarding the response.*

*At the time determined on the July meeting Board Agenda, the Governance and Nominations Committee will propose a slate to the Board of Governors. The Chair will ask if there are other nominations to be received from the floor. Once all nominations are received, the Chair will ask for a motion that ends the call for nominations.*

*If candidates are unopposed for the role of Chair or Vice-Chair (i.e. only one person expresses an interest to serve), the election shall be by a show of hands.*

*If more than one candidate has expressed an interest to serve in the role of Chair or Vice-Chair, the election shall be by ballot using the following process:*

- 1. The Chair will ask a board member, who isn't running for either office, to volunteer as scrutineer.*
- 2. All board members, including the Chair, will participate in the election by ballot.*
- 3. The election(s) will be done by asking all board members present at the meeting to 'write in' their desired candidate for each office on a paper ballot. If required, the election for Chair and Vice-Chair will be conducted at the same time.*
- 4. With the scrutineer present, the ballots will be collected and counted by the University Secretary.*
- 5. The result of the election will be announced at the end of the meeting by the Chair.*
- 6. Elections are determined by majority vote. Balloting will continue until a majority vote is determined.*

W. Ready presented the item. There was a discussion around the Board table about the revised policy. The Board agreed that the revised policy was a good governance change and that the adhoc committee on bylaws incorporate this revised policy into their work.

The question was called on the motion.

CARRIED

## **6. Consensus Items**

### **6.1 Policy Governance, Appendix 10 of the Agenda**

Ready - Timmons

*That the Board of Governors approve the policy titled 'Policy Governance' as amended.*

A. Revet noted there were two amendments on page 2 of the policy. The second bullet at the top of the page should read; "University members – all Board and Senate members, all University officers, employees, and students and any other person acting on behalf of or at the request of the University."

The second bullet under the heading called Policy should read; “Policies will be approved by the appropriate [approval authority](#) as determined by the Executive Director, University Governance.”

The question was called on the amended motion.

CARRIED

## 6.2 Acting President Assignment, Appendix 11 of the Agenda

Ready - Elliott

*That the Board of Governors, in the absence of the President for periods of normal business travel, illness, or vacation, approve the following priority for Acting President be observed:*

1. *The Provost and Vice-President (Academic) or, if absent,*
2. *The Vice-President (Research) or, if absent*
3. *The Vice-President (Administration) or, if absent,*
4. *The Vice-President (External Relations).*

*If all the vice-presidents will be absent, the President may designate another member of the senior leadership team as Acting President for a period of not more than three days.*

P. McLellan noted the item comes to the Board for approval on an annual basis as required through the University’s legislation.

The question was called on the motion.

CARRIED

## 6.3 Key Messages, Appendix 12 of the Agenda

The item was presented for information. President Timmons provided an update on the Institut français.

(There was a recess called at 9:10 a.m. and the meeting rejoined at 9:30 a.m. K. Kummerfield joined the meeting at 9:30 a.m.).

## 7. Board Strategic Topic

### 7.1 Results of the 2012 University of Regina Employee Engagement Survey, Appendix 13 of the Agenda

President Timmons introduced K. Kummerfield who gave a Powerpoint presentation on the 2012 University of Regina Employee Engagement Survey. Kummerfield noted there was a 53.2% participation rate. It was also noted that overall the survey presented positive results. The Powerpoint presentation is [appended to the Minutes as Appendix 4](#).

(K. Kummerfield withdrew from the meeting at 10:02 a.m.)

## 8. Reports (For Information)

### 8.1 Chair, Verbal Report

#### 8.1.1 Saskatchewan Post-Secondary Institutions Governor Development and Certification Program, Appendix 14 of the Agenda

P. McLellan presented the item and spoke about the Saskatchewan Post-Secondary Institutions Governor Development and Certification Program.

McLellan mentioned that this program could be an excellent opportunity for those Board members who are interested. It was noted that the costs of the program itself is cost shared with the Ministry of Advanced Education. Details will be coming forward in the fall and will be passed to the Board when they are available.

McLellan attended Convocation in June, met with President Timmons and Minister Morgan and is planning to meet with the Regina Saskatchewan Party MLA's on July 25<sup>th</sup>. I. Hanna is currently drafting a discussion paper for the meeting on July 25<sup>th</sup> and management confirmed that the paper will be sent to the Board when it is complete.

It was also mentioned that McLellan is planning to invite Minister Morgan to a future Board meeting for a 'meet and greet' with the Board.

## 8.2 Chancellor, *Verbal Report*

### 8.2.1 University of Regina Senate Report 6 June 2012, Appendix 15 of the Agenda

W. Ready presented the item for information. It was noted there were no Senate Appeals since the last Board meeting.

## 8.3 President's Report, Appendix 16 of the Agenda

President Timmons presented the report for information and provided an update on the College Avenue Campus (CAC) fundraising campaign. It was reported that the fundraising is strong and on track to reach the goal for this year. Timmons also noted that Minister Morgan has expressed an interest in the initiative and will be touring College Avenue Campus later in July. Timmons added that the CAC Advising Committee will have a report to present to President Timmons at the end of August which will include recommendations for potential land development around CAC.

### 8.3.1 Institutional Dashboard, Appendix 17 of the Agenda

President Timmons presented the report for information

## 8.4 URSU President, Appendix 18 of the Agenda

M. Young presented the report for information. Young noted that the University of Regina Student's Union (URSU) is currently in negotiations with SIAST to split fees with the University of Regina to accommodate the nursing students since they are full-time students who are on both campuses on a part-time basis. The fee allocation decision item should come forward to the Board for approval at the September Board meeting. Young hopes to have discussions with the Associate Vice-President (Student Affairs) regarding the administration of these fees.

(President Timmons, A. Revet, Vice-President's and L. Jankowski withdrew from the meeting at 10:34 a.m.)

**9. In Camera Session II:** 10:32 a.m.

9.1 Presidential Compensation, *circulated confidentially*

Decision made *in camera* regarding the President's annual compensation adjustment and the minutes from this section are held confidentially in the official file.

(President Timmons, A. Revet, D. Button and K. Kummerfield joined the meeting at 11:05 a.m.)

**10. In Camera Session I:** 11:05 a.m.

10.1 Collective Bargaining Guidelines, *circulated confidentially*

L. Elliott and M. Brigham excused themselves for this portion of the meeting.

(11:30 a.m. L. Elliott and M. Brigham returned and K. Kummerfield and B. Pollock withdrew from the meeting.)

10.2 2012-13 Board of Governors, Appendix 19 of the Agenda

10.2.1 Election of the Chair and Vice-Chair

The Board elected Paul McLellan and Lee Elliott to serve as Chair and Vice-Chair, respectively for a term of one year effective August 1, 2012.

Ready - Brigham

*Moved to close nominations for the election of Chair and Vice-Chair.*

The question was called on the motion.

CARRIED

D. Kwochka agreed to be scrutineer. Ballots were distributed and the election was held. P. McLellan announced after the ballots were counted that he had been elected Chair and L. Elliott was elected Vice-Chair, effective August 1, 2012 for a one year term.

It was agreed that the Standing Committee memberships would be ratified by e-mail following a recommendation that would come from Governance and Nominations.

Kwochka – Brigham

*Moved that the ballots be destroyed.*

The question was called on the motion.

CARRIED

**11. Items for Information**

The following items were received for information:

***Audit & Risk Management***

11.1 Draft Minutes of the Audit and Risk Management Committee of 7 May 2012, Appendix 20 of the Agenda

11.2 Meeting of the Audit & Risk Management Committee of 16 July 2012, Appendix 21 of the Agenda

***Finance & Facilities***

- 11.3 Draft Minutes of the Finance & Facilities Committee of 7 May 2012, Appendix 22 of the Agenda
- 11.4 Meeting of the Finance & Facilities Committee of 16 July 2012, Appendix 23 of the Agenda

***Governance and Nominations***

- 11.5 Draft Minutes of the Governance and Nominations Committee of 7 May 2012, Appendix 24 of the Agenda
- 11.6 Meeting of the Governance and Nominations Committee of 16 July 2012, Appendix 25 of the Agenda

***Human Resources***

- 11.7 Draft Minutes of the Human Resources Committee of 7 May 2012, Appendix 26 of the Agenda
- 11.8 Meeting of the Human Resources Committee of 16 July 2012, Appendix 27 of the Agenda

***Bylaws***

- 11.9 Notes of the Adhoc Bylaws Review Committee of 28 June 2012, Appendix 28 of the Agenda

**12. Adjournment** – 12:02 p.m. Moved by Barootes.

Annette Revet  
University Secretary



Paul McLellan  
Chair