Chair Paul McLellan provided a welcome to all at the meeting, with a special welcome to J. Tomkins attending his first meeting as Chancellor.

P. McLellan asked the Board of Governors to declare a conflict of interest should they have one with any of the items discussed at the meeting.

1. Approval of the Agenda

Items 5.6 and 5.7 were withdrawn from the agenda.

Maze - Brigham
Moved approval of the agenda as amended. CARRIED

2. Approval of the Minutes

There was an omnibus motion on the following three motions.

Bourassa - Sgrazzutti

2.1 Board Meeting of 7 May 2013, circulated with the agenda
Moved approval of the minutes as circulated.

2.2 Special Board Meeting of 28 May 2013, circulated with the agenda
Moved approval of the minutes as circulated.

2.3 Special Board Meeting of 7 June 2013, circulated with the agenda
Moved approval of the minutes as circulated.

The question was called on the omnibus motion. CARRIED

3. Business Arising

3.1 Presentation on the “Overview of the Saskatchewan University Funding Model (SUFM), Appendix 1 of the Agenda

B. Christie, Associate Vice-President (Resource Planning) presented to the Board.

Discussion followed.
It was noted that management would present a recommendation to the Board at the September meeting regarding next steps towards working to improve the funding model in cooperation with the Ministry of Advanced Education.

4. Strategic Item(s)

4.1 University Financial Statements, Appendix 2 of the Agenda

Bourassa- Maze

That the Board of Governors approve the financial statements (Attachment A) of the University of Regina for the year ended April 30, 2013.

E. Bourassa presented the item and noted that the Provincial Auditor attended the Audit and Risk Management Committee meeting and presented the statements. The Provincial Auditor thanked management and the Financial Services team for their work on completing an unqualified clean audit for the year ending April 30, 2013.

Bourassa noted that changes to the financial statements were sent out to the Board on July 12, appended to the Minutes as Appendix 1. Bourassa also noted that the Provincial Auditor distributed the management letter and the significant findings letter at the committee meeting. The letters are appended to the Minutes as Appendix 2 and 3.

Management plans to send out a news release within the next week, assuming all matters with regards to the audit are finalized.

The question was called on the motion. CARRIED

4.2 Financial Statements for the Pension Plan for the Academic and Administrative Employees of the University of Regina and the University of Regina Non-Academic Pension Plan for the year ending December 31, 2012, Appendix 3 of the Agenda

Bourassa - Sgrazzutti

That the Board of Governors approves:

1. the financial statements of the Pension Plan for the Academic & Administrative Employees of the University of Regina for the year ended December 31, 2012 as circulated; and,
2. the financial statements of the University of Regina Non-Academic Pension Plan for the year ended December 31, 2012 as circulated.

E. Bourassa presented the item and noted that the Provincial Auditor presented the statements and provided an unqualified clean audit opinion. It was pointed out that the financial statements will be signed by the Board Chair and the Chair of the Audit and Risk Management Committee.

Staff were thanked for their diligent work on the audit and their cooperation with the Provincial Auditor.

The question was called on the motion. CARRIED
4.3  Draft Memorandum of Audit Observations, Appendix 4 of the Agenda

Discussed in items 4.1 and 4.2.

(The Board had a brief recess at 9:28 a.m. and reconvened at 9:35 a.m.)

4.4  2012-2013 – Annual Report, Appendix 5 of the Agenda

Bourassa - Warner

That the Board of Governors approve the draft content for the 2012-2013 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.

E. Bourassa presented the item. It was noted that the latest version was sent out to the Board on July 12, appended to the Minutes as Appendix 4. Bourassa added that there would be some minor edits made to the document prior to printing.

Following a brief discussion, it was agreed that ‘representative’ would not be used to describe the governor’s positions on page 66 of the report. Management will change the wording to reflect the same language used in The University of Regina Act.

The question was called on the motion. CARRIED

4.5  2014-15 Operations Forecast for the University of Regina, Appendix 6 of the Agenda

Elliott - Brigham

That the Board of Governors approve the content of the 2014-15 Operations Forecast submission to Saskatchewan Advanced Education as set out in this document.

L. Elliott presented the item and noted that additional scenarios were added to the item which was distributed at the meeting simply as added information. It is appended to the Minutes as Appendix 5.

Following a discussion, it was agreed that a friendly amendment would be made to the motion to add to the Operations Forecast that would be submitted to the Ministry of Advanced Education that the scenario of a 2 % increase in tuition and a 4.9 % increase in the provincial grant.

Timmons – Elliott

Moved to amend the Operations Forecast as presented to include this additional scenario as noted above.

CARRIED

Elliott - Brigham

That the Board of Governors approve the content of the 2014-15 Operations Forecast submission to Saskatchewan Advanced Education as set out in this document with the inclusion of one additional scenario of a 2 % increase in tuition and a 4.9 % increase in the provincial grant.

The question was called on the amended motion. CARRIED
5. Administrative Item(s)

5.1 University of Regina Faculty Association representing the Administrative, Professional and Technical employees Bargaining Unit (APT) – Tentative Settlement with the University of Regina, Appendix 7 of the Agenda

Maze - Klein

*That the Board of Governors approve the tentative agreement reached with URFA representing the Administrative, Professional and Technical (URFA-APT) employees for a new three-year collective agreement, covering the period July 1, 2011 to June 30, 2014, subject to ratification by the membership.*

P. Maze presented the item for approval. Discussion followed.

The question was called on the motion. **CARRIED**

5.2 Pension Plan for the Academic and Administrative Employees of the University of Regina – Amendment 2013-1, Appendix 8 of the Agenda

Maze - Bourassa

*That the Board of Governors approve Amendment 2013-1 that provides for an increase in the employee and employer required contribution rate of 6.5% of pensionable earnings be increased to 7.5% of pensionable earnings for a total combined contribution rate of 15% of pensionable earnings. This change is effective August 1, 2013; however, subject to ratification of the collective bargaining agreement by URFA members.*

P. Maze presented the item for approval.

The question was called on the motion. **CARRIED**

5.3 Amend the University of Regina Supplementary Executive Retirement Plan (SERP), Appendix 9 of the Agenda

Maze - Klein

*That the Board of Governors amend the Plan (as outlined in Attachment “A”) to provide a benefit of 15% for all eligible out-of-scope employees and have this increase take effect as of August 1, 2013.*

P. Maze presented the item for approval.

The question was called on the motion. **CARRIED**

5.4 Out-of-Scope Extended Health Benefit Plan (including vision care), Appendix 10 of the Agenda

Maze - Tomkins

*That the Board of Governors approve an increase to the vision care benefit for out of scope employees (and their eligible dependents) from its current level of $200 per person every 24 consecutive month period to $500 every 24 consecutive month period.*

*This change will be implemented to coincide with the vision care improvement for academic staff members.*

P. Maze presented the item for approval.
The question was called on the motion. CARRIED

(P. McLellan declared a conflict of interest with item 5.5 and withdrew from the meeting at 10:12 a.m. L. Elliott assumed the role of Chair in McLellan’s absence.)

5.5 Approval to Proceed with Construction of the 605 Bed Residence, 150 Car Parkade and 90 Child Daycare (hereinafter called the Residence Project), Appendix 11 of the Agenda

Kwochka - Brigham
That the Board approves the tendering and award for all remaining subcontracts, including but not limited to: superstructure, exterior shell, mechanical, electrical, interior finishes and landscaping.

The preceding approval is requested in advance of receiving the Orders in Council authorizing the University to borrow sufficient funds to pay for the University’s share of this project (Section 71 (2)).

Note that the agency responsible for completing this approval has indicated full support of the project, but has yet to complete the administrative process.

L. Elliott presented the item for approval. It was pointed out that there is a change to the wording in line two of the first paragraph on page 2 to read; ‘will be needed in 2014’.

Management reported that the Order in Council has not been received yet but the Ministry is aware and is working on it.

The question was called on the motion. CARRIED

(P. McLellan joined the meeting at 10:20 a.m. and assumed the role of Chair for the duration of the meeting.)

5.6 WITHDRAWN

5.7 WITHDRAWN

5.8 University Coat of Arms, Appendix 14 of the Agenda

Tomkins - Elliott
That the Board of Governors approve the University coat of arms that has been designed for a grant by the Canadian Heraldic Authority, the federal agency responsible for the granting of armorial bearings. The new coat of arms would become effective November 1, 2013.
A. Revet presented the item and provided some background on the design of the coat of arms and advantages to registering the crest with the Heraldic Authority. It was reported that the change to the coat of arms only requires Board approval since it is tied to the institution’s identity. The approved coat of arms will be presented as an information item to report at the Senate meeting in October.

The question was called on the motion. CARRIED

5.9 Board member Honorarium and Expense Policy, Appendix 15 of the Agenda

Elliott - Tomkins
That the Board of Governors approves the Board Honorarium and Expense Policy attached as Attachment A.

L. Elliott presented the item for approval. It was noted that the policy will be reviewed every three years.

Following a brief discussion, the Board agreed to make a friendly amendment to change the bottom of the first page to read, ‘When the total meeting time is 4 hours or less’.

The question was called on the motion. CARRIED

5.10 Boardbook Distribution and Amendment to Board Bylaw 3.4.3, Appendix 16 of the Agenda

Timmons - Warner
That the Board of Governors approves the following amendment to Board Bylaw 3.4.3:

3.4.3 Access to Board Information

Official copies of Board minutes and agendas are retained in the University Secretary’s Office and in the University Archives.

Public access to Board agenda materials and minutes will be provided only through the University Secretary in accordance with The Local Authority Freedom of Information and Protection of Privacy Act
Copies of Board minutes and the Board agenda (including supporting information) will be provided, prior to every regularly scheduled meeting of the Board of Governors, to the office of The Provincial Auditor. The Minister’s office and the Ministry of Advanced Education will receive a copy of the Board agenda (without supporting information) prior to every regularly scheduled meeting. The University Secretary will provide a record of decisions taken after each regularly scheduled meeting of the Board of Governors to the Minister’s office and the Ministry of Advanced Education.

The following materials will also be posted on the Board’s webpage:
http://www.uregina.ca/presoff/board/index.shtml
a. Board Agenda (summary page and not appendices)
b. Regular reports of the President to the Board
c. Minutes of Board meetings once approved by the Board (subject to any redactions that may be required in respect of in camera matters).

Following a discussion, the board members suggested to postpone the motion until there is further discussion with the Ministry of Advanced Education. The President and Board Chair will meet with the Minister and Deputy Minister of Advanced Education to further discuss.

Timmons – Warner
Motion to postpone the recommendation. CARRIED

5.11 Chancellor Emeritus, Appendix 17 of the Agenda

Timmons - Tomkins
That the Board of Governors confer upon Dr. William Ready, Q.C. the title of Chancellor Emeritus.

President Timmons and the Board were honoured to recognize Dr. Ready for his dedication and service to the University of Regina.

The question was called on the motion. CARRIED

5.12 Key Messages, Appendix 18 of the Agenda

President Timmons presented the item for information and reported that the University had received an unqualified clean audit opinion from the Provincial Auditor and that a public announcement would be sent out within the week, assuming all matters with regards to the annual audit are finalized. She also noted that enrolments are up for the fall and the University reported a balanced operating budget.

It was noted that management would add key messaging around the Research Audit at the next Board meeting.

6. Consensus Items

6.1 Acting President Assignment, Appendix 19 of the Agenda

Tomkins - 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 (Administration), or, if absent,
3. The Vice-President (Research).

That the Board of Governors also approve the addition of the following statement in section 9.1.5 “Delegation – Acting President” in the Board Bylaws: “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.”

It was reported that this item comes to the Board on an annual basis. M. Brigham questioned the order, highlighting the importance of the research portfolio at the University of Regina.

The question was called on the motion.  

CARRIED
1 – AGAINST (Brigham)

6.2 Accounts Receivable Write Off Policy, Appendix 20 of the Agenda

Elliott - Sgrazzutti

That the Board of Governors approves the attached revised “Accounts Receivable Write Off” policy. (see Attachment A)

L. Elliott presented the item for approval.

The question was called on the motion.

CARRIED

6.3 2013 Board Skills Matrix Rating Report, Appendix 21 of the Agenda

P. McLellan presented the item for information. A brief discussion followed.

7. Reports (For Information)

7.1 Chair, Verbal Report

The Chair gave an update on the following items:

- The Chair reported on Attachment A under Appendix 33. It was noted that the Governance and Nominations Committee (and any board members that could attend) viewed a demonstration with an electronic boardbook software on July 12th. The Board members provided good feedback from the demonstration and the RFP process.

Following a discussion the Board agreed to direct management to proceed with the process.

Elliott – Tomkins

That the Board of Governors accept management’s recommendation to move to an electronic Boardbook.

The question was called on the motion.  

CARRIED
P. McLellan provided a summary of the Governance and Nominations Committee meeting, as well as the activities that he has been involved in as Chair for the Board of Governors since the last meeting.

7.2 Chancellor, *Verbal Report*

Chancellor Tomkins noted he was honored to be elected and looks forward to his role and responsibilities as Chancellor.

7.2.1 University of Regina Senate Report 5 June 2013, Appendix 22 of the Agenda

Chancellor Tomkins presented the report for information.

7.3 President’s Report, Appendix 23 of the Agenda

President Timmons presented the report for information and highlighted the following:

- Increased enrolments anticipated for the fall semester.
- Congratulated D. Button as the new President of CAUBO.
- Acknowledged A. Revet for her work with the FNUniv Board.
- The Government Relations position is filled and the candidate will start work in September.
- Timmons provided an update on the Nigerian students who have been in sanctuary. Correspondence has been sent to the federal government to work on a resolution regarding this matter.
- It was pointed out that the University does not have any staff with intellectual disabilities working on campus. Management agreed to add this as a priority and will work with the Human Resources department and the Human Resources Committee to make this a priority over the next year.

7.3.1 Institutional Dashboard, Appendix 24 of the Agenda

President Timmons presented the report for information. There was a brief discussion on student satisfaction and the quality of teaching on campus.

7.4 URSU President, *Verbal Report*

N. Sgrazzutti presented the report for information. It is appended to the Minutes as Appendix 6.

The Chair of the Audit and Risk Management Committee reported on Attachment B under Appendix 29 of the Board Agenda which is a summary of the recommendations provided by the provincial auditor regarding the audit completed on Research. It was noted that this item would be a standing agenda item for the Audit and Risk Management Committee and it was also agreed that the item should be added as a standing item to the Board Agenda until the action plan is complete.

(L. Jankowski withdrew at 12:05 p.m.).

Board members were encouraged to grab lunch and that the meeting would continue.
8. **In Camera Session I:** 12:05 p.m.

8.1 Labour Relations and Pension Update, *circulated confidentially*.

   (Vice-Presidents withdrew at 12:47 p.m.)

8.2 2013-14 Board of Governors Officer and Standing Committee Memberships, Appendix 25 of the Agenda.

The Governance and Nominations Committee discussed the membership of the committees and agreed to recommend changes to the committee’s terms of reference. The updated recommendation was distributed at the meeting and is *appended to the Minutes as Appendix 7*.

**Maze - Tomkins**

*That the Board of Governors approves the following changes to the committee terms of reference:*

- Change the membership of the Human Resources Committee to include four members of the Board of Governors and the President, removing the Chancellor as an ex officio role on the Human Resources Committee;
- Remove the requirement that the Vice-Chair of the Board of Governors automatically be assigned the role of Chair of Finance and Facilities; and,
- Change the role of Chair for the Governance and Nominations Committee to the Vice-Chair of the Board.

Subsequent to these approvals, recommends that the Board of Governors approves the 2013-14 Chair, Vice-Chair and Standing Committee Membership structure, effective August 1, 2013, indicated as follows.

**1. OFFICERS OF THE BOARD**

- Chair of the Board: Lee Elliott
- Vice-Chair of the Board: Daniel Kwochka

**2. AUDIT AND RISK MANAGEMENT COMMITTEE**

Membership:
- Four independent members of the Board: Elaine Bourassa (Chair), Patrick Maze, Cathy Warner, Pam Klein

**3. DISTINGUISHED SERVICE AWARD COMMITTEE**

Membership:
- Chair of the Board (Committee Chair): Lee Elliott
- Chancellor: Jim Tomkins
- President: Vianne Timmons
- Faculty Board Member: Mark Brigham
4. FINANCE AND FACILITIES COMMITTEE

Membership:
President       Vianne Timmons
Four other members of the Board       Cathy Warner (Chair)
Daniel Kwochka
Nathan Sgrazzutti
Mark Brigham

5. GOVERNANCE AND NOMINATIONS COMMITTEE

Membership:
Chair of the Board (Committee Vice-Chair)  Lee Elliott
Vice-Chair (Committee Chair)     Dan Kwochka
Past Chair of the Board or Board Member     Paul McLellan
Chancellor      Jim Tomkins
President       Vianne Timmons

6. HUMAN RESOURCES COMMITTEE

Membership:
President      Vianne Timmons
Four other members of the Board   Patrick Maze (Chair)
Pam Klein
Elaine Bourassa
Paul McLellan

The question was called on the motion.                                                         CARRIED

(President Timmons withdrew from the meeting at 12:54 p.m.)

9.  In Camera Session II:  12:54 p.m.

9.1  Presidential Compensation, circulated confidentially

Tomkins - Maze
That the Board of Governors approve the President’s compensation to her base salary and
annual bonus as circulated confidentially and appended to her official personnel file.

CARRIED

10. Items for Information

The following items were received for information:

Audit & Risk Management
10.1  Draft Minutes of the Audit and Risk Management Committee of 6 May 2013, Appendix 26 of
the Agenda
10.2  Draft Minutes of the Audit and Risk Management Committee of 28 May 2013, Appendix 27
of the Agenda
10.3  Draft Minutes of the Audit and Risk Management Committee of 6 June 2013, Appendix 28 of
the Agenda
10.4 Meeting of the Audit & Risk Management Committee of 15 July 2013, Appendix 29 of the Agenda

**Finance & Facilities**
10.5 Draft Minutes of the Finance & Facilities Committee of 6 May 2013, Appendix 30 of the Agenda
10.6 Meeting of the Finance & Facilities Committee of 15 July 2013, Appendix 31 of the Agenda

**Governance and Nominations**
10.7 Draft Minutes of the Governance and Nominations Committee of 6 May 2013, Appendix 32 of the Agenda
10.8 Meeting of the Governance and Nominations Committee of 12 July 2013, Appendix 33 of the Agenda

**Human Resources**
10.9 Draft Minutes of the Human Resources Committee of 6 May 2013, Appendix 34 of the Agenda
10.10 Meeting of the Human Resources Committee of 15 July 2013, Appendix 35 of the Agenda

11. **Adjournment** – 1:21 p.m. Moved by Warner.

Annette Revet
University Secretary

Paul McLellan
Chair