# UNIVERSITY OF ONTARIO INSTITUTE OF TECHNOLOGY MINUTES OF THE 59<sup>TH</sup> REGULAR MEETING (PUBLIC SESSION) OF THE BOARD OF GOVERNORS

DATE: September 10, 2009 TIME: 6:00 p.m. PLACE: Community Room

#### **IN ATTENDANCE:**

Governors:	Peter Williams, Chair Dave Broadbent Brian Cutler Peter Dixon John Friedlan Patricia MacMillan Michael Martin Peter McLaughlin Ian Ngaira Allan Furlong Dr. Larry Seeley Ann Stapleford-McGuire Gerry Warman Heather White Franklin Wu
President:	Dr. Ron Bordessa
Board Secretary:	Karen Spearing
Senior Staff:	Tom Austin Margaret Greenley Murray Lapp Richard Marceau Ann Mars Matt Milovick Judy Rigby MaryLynn West-Moynes
Regrets:	Michael Angemeer Adam Lipchitz Doug McKay Bill Robinson Angela Shama

### CALL TO ORDER

The Chair called the meeting to order at 6:00 p.m.

## **INTRODUCTION OF GUESTS**

The Secretary introduced academic and administrative staff from UOIT in attendance – Bill Muirhead, Brad MacIsaac, Olivia Petrie and Chrystal Crimi of Metroland Newspapers.

Bobbi-Jean White of KPMG joined the meeting at 7:18 p.m.

### ADDITIONS/DELETIONS TO THE AGENDA

None were noted.

### CONFLICT OF INTEREST DECLARATIONS

None were noted.

#### PRESENTATIONS

#### Strategic Plan – Status Update

Richard Marceau, Provost, provided an update on the Strategic Plan, reporting on institutional priorities including:

- Connecting annual management goals to institutional priorities;
- Strategic growth;
- Consolidation of governance and management;
- Strengthening of identity and partnerships;
- Innovation in teaching and learning; and
- And enhanced research and graduate studies intensiveness.

When questioned as to lack of update on partnerships with Durham College, the Provost reported that the partnership with Durham College is implicit in all dealings of the university and it was not felt necessary that the partnership be emphasized for the purposes of this report. He reported that work on academic pathways is a continuous process.

President Bordessa reported on the university's growth strategy, stating that there is an on-going review of the balance between the number of students and the resources allocated to faculties to address the needs of students. He stated that UOIT currently has approval for 5,500 FTEs. He indicated that there is no agreement for financing beyond the 5,500 FTEs and the university's first priority is to reach agreement with the Ministry of Training, Colleges and Universities about its next target.

President Bordessa further stated that UOIT is well placed to absorb a significant amount of the projected growth in GTA student enrolment but it needs to build more programs to be a more attractive university for more students at a more comprehensive level.

#### Strategic Enrolment Management – Overview

MaryLynn West-Moynes, Vice-President of External Relations, provided an introduction to the strategic enrolment management mandate.

Victoria Choy, Registrar, was then called on to provide an overview of strategic enrolment management in the UOIT context.

The Board commended the unit for its excellent work in marketing and recruitment of the university, recognizing the significance of the work being done by the Registrar's office in contributing to the university's overwhelming success to date.

### General

The Board Secretary presented the 2009-10 Board of Governors' handbook as a resource tool for the board, as well as a board work plan which would assist the governors in meeting their fiduciary responsibilities and provide a tracking mechanism for monitoring achievements throughout the year.

The Secretary also asked that the meeting feedback form be completed and returned to her attention at the close of the meeting.

A brief recess was called at 7:12 p.m.

The meeting reconvened at 7:18 p.m.

### **COMMITTEE REPORTS**

Bobbi-Jean White, audit partner with KPMG, joined the meeting via teleconference at this time.

### AUDIT AND FINANCE COMMITTEE

### 2008-09 Audited Financial Statements

The Chair of the Audit and Finance Committee, Peter McLaughlin, presented the audited financial statements for 2008-09, reporting that the statements had been subjected to a comprehensive review by the Audit and Finance Committee.

He also took this opportunity to commend the efforts of CFO Tom Austin and his finance team for their excellent work in preparing the statements for audit.

MOTION Moved by Peter McLaughlin Seconded by Ann Stapleford-McGuire,

"that the 2008-09 audited financial statements be approved as presented."

### CARRIED

Bobbi-Jean White of KPMG presented an overview of the auditors' findings for 2008-09 and a summary of the management letter observations, reporting significant improvements made by management over the issues and observations identified in the prior year and in the overall audit process itself. She stated that while resolutions have not been made to all issues previously identified, management has largely addressed the issues of highest priority, implemented policies and procedures over the main finance and operating processes, and implemented mechanisms to enforce those policies and procedures. She indicated that KPMG recognizes that there is further work to be performed to enhance the control environment, however, management has prioritized the areas to be re-engineered and has also mapped out a plan to address areas of lower risk.

Bobbi-Jean White was excused from the meeting at 7:44 p.m.

### 2009-10 Operating Budget

The Chair of the Audit and Finance Committee, Peter McLaughlin, presented a finalized draft of the 2009-10 operating budget for approval, reporting that it had been subjected to a rigorous review by the Audit and Finance Committee. MOTION

Moved by Peter McLaughlin

Seconded by Ann Stapleford-McGuire,

"that the 2009-10 expense budget in the amount of \$76,538,934 be approved as presented."

### CARRIED

#### **EXECUTIVE COMMITTEE**

#### Actions of Executive Committee under Summer Authority

The Board Chair presented a report from the Executive Committee outlining actions taken by the Executive Committee acting under its summer authority. These actions including:

- Approval of minutes of the Board of Governors' Annual General Meeting, held June 20, 2009;
- Approval of a board work plan for 2009-10;
- Approval of an application for appointment by the Lieutenant Governor in Council of Ann Stapleford-McGuire for a term of office of September 1, 2009 to August 31, 2011;
- Approval of the 2008-09 operating budget;
- Establishment of internally restricted assets for capital and research-related activities in 2009-10; and
- Approval of adjustments in Academic Council membership.

### CONTINUING BUSINESS

#### Automotive Centre of Excellence (ACE Global)

The CFO, Tom Austin, reported that confirmation has been received from the Ministry of Training, Colleges and Universities of the financing, reporting and monitoring requirements for all KIP projects. He indicated that the Ministry is utilizing their existing capital project financing system which involves monthly reports of expenses incurred on a project which are then reimbursed by the Ministry before the end of the following month.

He further stated that quarterly progress reports, the first of which is September 16, 2009, are required under the program and construction progresses very well on this project.

He concluded his report by targeting a completing date of Scheduled completion of spring 2010, and indicated that work is nearing completion in the staffing action for the Director of ACE. He stated that UOIT will begin seeking mechanical and electrical engineers within the next month as they need to be on strength when the machinery subsystems are being commissioned.

#### Energy Systems and Nuclear Science Research Centre (ERC)

The CFO, Tom Austin, reported that confirmation has been received from the Ministry of Training, Colleges and Universities of the financing, reporting and monitoring requirements for all KIP projects. He indicated that the Ministry is utilizing their existing capital project financing system which involves monthly reports of expenses incurred on a project which are then reimbursed by the Ministry before the end of the following month.

He reported that additionally, quarterly progress reports, the first of which is September 16, 2009, are required under the program. He stated that the exterior design is unchanged for that initially designed some four years ago. A Building Code review has been completed. The interior design will be frozen on September 14, 2009.

The CFO stated that a meeting will be scheduled with the City of Oshawa during the week of September 7 for a partial building permit for excavation and foundation works. The next partial permit (end of September) will be for superstructure with a final permit to be requested in late October.

He further reported that the Construction Management contract was awarded to Vanbots Construction Inc. after a competitive bidding process. The project board met with the construction team (project manager and site superintendent) prior to awarding the contract and were quite impressed with their experience and accomplishments.

He concluded his report by stating that construction activity in the form of fencing and machinery in place, commenced on the ERC site by August 31, 2009.

### **Appointment of Board Officers**

MOTION Moved by Ann Stapleford-McGuire Seconded by Peter Dixon,

"That the UOIT Board of Governors appoint Tom Austin, Chief Financial Officer for UOIT, as a board officer for the year 2009-10;

AND FURTHER, that the UOIT Board of Governors appoint Karen Spearing as the Board Secretary for the UOIT Board of Governors for the year 2009-10."

### CARRIED

#### MOVE TO IN-CAMERA SESSION

MOTION Moved by Larry Seeley,

Seconded by Peter McLaughlin,

"that the meeting continue in in-camera session at 8:15 p.m."

CARRIED

### **RETURN TO OPEN SESSION AND TERMINATION OF MEETING**

The meeting returned to open session and adjourned at 9:55 p.m.

Peter Williams, Board Chair

Karen Spearing, Board Secretary