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The following items arise from the Nominating, Governance, and Ethics (NGE) Committee meeting of May 22, 2018. They are presented to the Board of Governors for consideration.

I. FOR APPROVAL BY THE BOARD OF GOVERNORS**1. Recommendation for Appointment to the Rank of Governor Emerita** [NG17-29]

Governor Kathy Fazel's second five-year term of office will end on June 30, 2018. Governor Fazel is currently Vice-President and Investment Counsellor at RBC Phillips, Hager & North Investment Counsel Inc., where she provides discretionary investment counselling services to a diversified clientele, including private individuals, foundations, and non-profit organizations. She holds a Bachelor of Commerce with joint honours in Economics and Finance from McGill, where she graduated as University Scholar and was winner of the 1991 Firestone Economics Award. She is the recipient of the Queen Elizabeth II Diamond Jubilee Medal for her service to the community, a member of the Board of the Montreal Community Foundation, a member of the International Women's Forum and co-founder of WIFI - Women Investing for Impact.

Governor Fazel was first appointed as an external member on the Investment Committee in 2005 and was then appointed as a member-at-large of the Board in 2008. She has been serving as a member of the Finance Committee since 2008 and rejoined the Investment Committee in 2013. In addition, she served on the Building and Property Committee from 2011 to 2012. Ms. Fazel has generously dedicated her time as a member of numerous Advisory Committees, including the Advisory Committee for the Reappointment of the Principal in 2017.

Be it resolved that the Board of Governors, on the recommendation of the Nominating, Governance and Ethics Committee, approve the appointment of Governor Kathy Fazel to the rank of Governor Emerita, commencing July 1, 2018.

2. Decanal Advisory Committee [NG17-30]

In accordance with the University Statutes, before recommending an appointment or reappointment for the office of dean of a large faculty, the Principal shall have consulted an advisory committee of thirteen members, which shall consist of four members nominated by the faculty immediately concerned, four members not necessarily members of the faculty concerned, nor of Senate, appointed by Senate, **two members appointed by the Board of Governors**, and three student members. The NGE Committee

recommends the following appointments of representatives of the Board to serve on the Advisory Committee:

Be it resolved that the Board of Governors, on the recommendation of the Nominating, Governance and Ethics Committee, approve the appointments of Mr. Bob Babinski and Ms. Katherine Nikidis, as representatives of the Board of Governors on the Advisory Committee for the Possible Reappointment of the Dean of the Faculty of Education, and the appointment of Ms. Morna Consedine as an alternate member.

3. Board Standing Committees

[NG17-31]

The NGE Committee reviewed the status of appointments on all Board Standing Committees. Based on its review and consultations carried out with Committee Chairs and Board Committee members, the NGE Committee recommends the appointments and reappointments noted below.

Be it resolved that the Board of Governors, on the recommendation of the Nominating, Governance and Ethics Committee, approve the following:

[With respect to the Audit Committee]:

- *The reappointment of Ms. Maarika Paul as a member of the Audit Committee for a three-year term commencing July 1, 2019 and ending June 30, 2022 and her appointment as Chair of the Audit Committee, with a start date to be determined in consultation with the current Chair of the Audit Committee.*

[With respect to the Building and Property Committee]:

- *The appointment of Mr. Richard (Tre) Mansdoerfer as a student member of the Building and Property Committee for a one-year term commencing June 1, 2018 and ending May 31, 2019.*
- *The appointment of Mr. Ehab Lotayef as a member of the Building and Property Committee for a three-year term commencing July 1, 2018 and ending June 30, 2021.*

[With respect to the Committee to Advise on Matters of Social Responsibility]:

- *The appointment of Mr. Daniel Amon as a student member of the Committee to Advise on Matters of Social Responsibility for a one-year term commencing June 1, 2018 and ending May 31, 2019.*

[With respect to the Executive Committee]:

- *The appointment of **Mr. Sean Murphy** as a student observer of the Executive Committee for a one-year term commencing June 1, 2018 and ending May 31, 2019.*

[With respect to the Finance Committee]:

- *The reappointment of **Mr. Sean Murphy** as a student observer of the Finance Committee for a one-year term commencing June 1, 2018 and ending May 31, 2019.*

[With respect to the Nominating, Governance and Ethics Committee]:

- *The appointment of **Ms. Helena Zakrzewski** a student member of the Nominating, Governance and Ethics Committee for a one-year term commencing June 1, 2018 and ending May 31, 2019.*

4. Internal and External Non-Board Bodies

[NG17-32]

The NGE Committee reviewed the status of appointments on a number of internal and external non-Board bodies. Based on its review, the NGE Committee recommends the following appointments and reappointments noted below.

Be it resolved that the Board of Governors, on the recommendation of the Nominating, Governance and Ethics Committee, approve the following:

- *The appointment of Ms. Cynthia Price Verreault as a member of the Joint Board-Senate Committee on Equity for a three-year term beginning September 1, 2018 and ending August 31, 2021.*
- *The appointment of Ms. Brigitte Simard as a member designated by the Board of Governors on the Board of Directors of the Quartier de l'Innovation for a two-year term beginning October 1, 2018 and ending September 30, 2020.*
- *The reappointment of Ms. Cecil Rabinovitch, subject to her willingness to serve, as a representative of McGill University on the McCord Museum Corporation and Board of Directors for a three-year term beginning July 1, 2018 and ending June 30, 2021.*
- *The reappointments of Mr. Yves Fortier and Ms. Eleanor Wachtel as trustees nominated by McGill University to the McGill Institute for the Study of Canada for four-year terms beginning from their previous end of term and ending August 31, 2021 and August 31, 2020, respectively.*

- *The reappointments of Ms. Franca Gucciardi, Ms. Alexandra Johnston and Mr. Daniel Holland as trustees nominated by McGill University and the Bronfman Family to the McGill Institute for the Study of Canada for four-year terms beginning September 1, 2018 and ending August 31, 2022.*

5. Healthcare Bodies

[NG17-33]

The NGE Committee reviewed the status of appointments on a number of healthcare bodies. Based on its review, the NGE Committee recommends the following appointment noted below.

Be it resolved that the Board of Governors, on the recommendation of the Nominating, Governance and Ethics Committee, approve the appointment of Ms. Suzanne de Grandpré as a member of the Montreal Neurological Institute Advisory Board for a two-year term beginning September 1, 2018 and ending August 31, 2020.

II. FOR THE INFORMATION OF THE BOARD OF GOVERNORS

1. Update on the Completion of the Board and Committee Evaluation

The Committee was informed that 23 out of 45 Board and Committee members had completed the annual evaluation thus far. A report on the results will be distributed to the Committee in fall 2018.

2. Confirmation of Board Approval of CAMSR Terms of Reference

The Committee was informed of the Board of Governors' approval of the revisions to the CAMSR Terms of Reference at its April 26, 2018 meeting.

END

May 2018