

Secretariat

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The following items arise from the Audit and Risk Committee meeting of May 10, 2024. They are presented to the Board of Governors for its consideration.

I. FOR ACTION BY THE BOARD OF GOVERNORS**1. Declaration of Compliance to the Quebec Treasury Board [AD23-26]**

The Audit and Risk Committee considered a recommendation to approve, and recommend for approval by the Board of Governors, the signature and submission of the annual declaration to the Quebec Treasury Board Secretariat (“QTB”) for FY2024 in which the University declares that it has complied with the relevant reporting obligations relating to public procurement contracts governed by the *Act respecting contracting by public bodies and its regulations* (“Act”). McGill’s Policy on the Approval of Contracts and Designation of Signing Authority provides that the Board of Governors is responsible for the annual signing of the declaration of compliance which must be submitted to the QTB no later than June 30 of each year. The scope and form of the declaration is prescribed by a mandatory template appended as Annexe 3 to the QTB’s *Directive de Reddition de Comptes en gestion contractuelle des organisme publics* (“Directive”). As the title of the Directive implies, the scope of the declaration focuses on the University’s compliance with “reporting requirements” under the Act. Most notably, these reporting requirements concern:

1. The filing of governmental forms documenting certain specific decisions in relation to procurement contracting processes, attesting to the accountability of the University’s executives; and
2. The publishing of predefined contract information on the government’s public contract website (SEAO).

Following review and discussion, the Audit and Risk Committee approved and recommended for approval, the signature and submission of the *Annex 3 Déclaration du Dirigeant de l’Organisme* for FY2024 attached as Appendix A.

Be it resolved that the Board of Governors, on the recommendation of the Audit and Risk Committee, authorize the interim Vice-President (Administration and Finance) to sign Annex 3 of the Directive concernant la reddition de comptes en gestion contractuelle des organismes publics and any related documents, on behalf of the Board of Governors.

Be it further resolved that the Board of Governors, on the recommendation of the Audit and Risk Committee, approve the submission of a declaration of compliance to the Quebec Treasury Board in the form of Annex 3 of the Directive concernant la reddition de comptes en gestion contractuelle des organismes publics.

II. FOR THE INFORMATION OF THE BOARD OF GOVERNORS

1. **Internal Audit Plan for Fiscal Year 2025** [AD23-31]

The Audit and Risk Committee, on the recommendation of the Executive Director, Internal Audit, approved the audit plan for fiscal year 2025, on the understanding that an updated plan will be presented to the Audit and Risk Committee at its September 2024 meeting, following discussion with senior administration and reassessment of risk-related priorities.

The audit plan for fiscal year 2025 represents a dynamic approach. It is designed to be agile and adaptive to identified risks, current conditions and circumstances impacting the University's operations, as well as other emerging areas of concern which will allow Internal Audit to align its efforts with the University's changing needs over time.

The plan will focus on 8 mandates, which will be re-assessed for the September meeting following discussions with new senior executives, namely, the new Vice-President (Administration & Finance), Vice-President (Research & Innovation), and Vice-President Communications.

2. **Update on the Implementation of the Recommendations arising from the Internal Audit Report Concerning Asbestos at Macdonald Campus** [AD23-25]

The Committee received an update on the implementation of the recommendations contained in the Internal Audit investigation report on the events that led to, and followed, the asbestos-related closure of buildings on Macdonald Campus in winter 2023. Internal Audit's [report](#) was published on September 18, 2023. Since then, seven (7) progress reports have been published on a dedicated University [website](#). The most recent report was published on April 25, 2024 and can be consulted [here](#).

3. **Declaration of Compliance for period ended April 30, 2024** [AD23-34]

In accordance with its Terms of Reference, the Audit and Risk Committee received the Declaration of Compliance for the period ended April 30, 2024. The Declaration, which included signed reports by the responsible senior administrators, generally confirmed the University's compliance with applicable laws and regulations.

4. **Annual Report on Policy on the Disclosure of Wrongdoing** [AD23-33]

The Audit and Risk Committee received the Annual Report on the Policy on the Disclosure of Wrongdoing for the period from September 1, 2023, to March 31, 2024. This report is attached in Appendix B. Also attached in Appendix B is the report on the superseded Policy on Safe Disclosure ("Whistleblowing") which covers the period from January 1, 2023, to August 31, 2023. The reason for the submission of two reports is that the new Policy, which was approved by the Board at its meeting of May 2023, came in effect on September 1.

Under the new Policy, for the period from September 1, 2023 to March 31, 2024, the Designated Office did not receive a Disclosure. The Designated Officer received 1 inquiry from a member of the University community during the reporting period, which led to a Disclosure submitted shortly after March 31, which will be accounted for in the next report.

During the reporting period from January 1, 2023, through August 31, 2023, no confidential disclosure was filed with the Secretary-General.

5. Renewal of Delegation of Authority Concerning Non-Audit Services For FY2025

[AD23-39]

The Audit and Risk Committee approved, on the recommendation of its Chair, a delegation authorizing the Vice-President (Administration and Finance) to approve, for fiscal year 2025, the submission of proposals from the University's external auditor for the provision of specialized services other than those related to the auditing of the financial statements ("non-audit services" or "NAS") subject to the following ratio requirements below, and on the condition that (i) the fees for such do not exceed \$100,000, excluding taxes, per proposal, and (ii) the non-audit services do not require an audit opinion:

- Ratio of Audit fees and audit related fees to Total Fees must exceed 0.5
- Ratio of Audit fees and tax compliance to NAS fees must exceed 1.0
- Ratio of Audit fees and audit related to Tax Compliance and NAS fees must exceed 1.0

In addition, the Audit and Risk Committee received a report on the submission of proposals duly approved by the Vice-President (Administration and Finance) pursuant to the delegation for the previous fiscal period ending April 30, 2024.

6. Other Updates and Reports

- Management Response to Past Due Action Items Arising from R20-08-Internal Audit Report of the MNI [AD23-29]
- Audit and Risk Committee Meeting Dates 2024-2025/2025-2026 [AD23-32]
- Report on Authorized Contracts over \$6 million for FY2024 [AD23-35]
- Report on Activities under the Policy on the Approval of Contracts and Designation of Signing Authority [AD23-36]
- Report on Quarterly Financial Results for Fiscal Period Ended January 31, 2024, and Variance Report [AD23-38]
- Confirmation of approval of University's Annual Corruption and Collusion Risk Management Plan required by Quebec Treasury Board [AD23-37]

END

May 2024

DÉCLARATION DU DIRIGEANT DE L'ORGANISME PUBLIC SUR LA FIABILITÉ DES DONNÉES ET DES CONTRÔLES

Université McGill

Au Secrétariat du Conseil du trésor,

Les renseignements transmis au Secrétariat du Conseil du trésor et les informations publiées dans le système électronique d'appel d'offres conformément à la Loi sur les contrats des organismes publics (RLRQ, chapitre C-65.1) ou aux règlements, politiques et directives pris en vertu de cette loi sont sous ma responsabilité. La présente déclaration atteste de la fiabilité des données, de l'information et des explications qui y sont présentées.

Le 1^{er} juillet 2015, l'Université McGill s'est doté de lignes de conduite pour une meilleure gestion des processus contractuels, tel que requis par l'article 24 de la Directive concernant la gestion des contrats d'approvisionnement, de services et de travaux de construction des organismes publics. La dernière mise à jour des lignes internes a eu lieu le 5 juillet 2016.

Le 21 avril 2023, l'Université McGill a adopté son plan de gestion des risques en matière de corruption et de collusion dans les processus de gestion contractuelle, tel que requis par l'article 4 de la Directive concernant la gestion des risques en matière de corruption et de collusion dans les processus de gestion contractuelle.

Au cours de la période du 1^{er} avril 2023 au 31 mars 2024, j'ai maintenu des systèmes d'information et des mesures de contrôle fiables de manière à assurer l'intégrité et le respect de la conformité, en matière de gestion contractuelle, conformément à la Loi sur les contrats des organismes publics de même qu'aux règlements, politiques et directives prises en vertu de cette loi.

Je déclare exercer les fonctions de dirigeant de l'organisme conformément au 2^e alinéa de l'article 8 de la Loi sur les contrats des organismes publics.

Je déclare, au mieux de mes connaissances et en toute bonne foi, que toute l'information requise a été transmise au Secrétariat du Conseil du trésor, conformément à la Directive concernant la reddition de comptes en gestion contractuelle des organismes publics, et que celle-ci ainsi que les informations publiées dans le système électronique d'appel d'offres pour la période du 1^{er} avril 2023 au 31 mars 2024 sont fiables.

Diana Dutton
Vice-rectrice par intérim (Administration et finances)
Signé en date du _____, à Montréal



Annual Report 2023-2024
Policy on the Disclosure of Wrongdoing
May 16, 2024

Annual Report 2023-2024 - Policy on the Disclosure of Wrongdoing

INTRODUCTION

In accordance with the requirements of *An Act to facilitate the disclosure of wrongdoings relating to public bodies* (the "Act"), McGill University (the "University") adopted the Policy on the Disclosure of Wrongdoings which came into effect on September 1, 2023. This Policy superseded the Policy on Safe Disclosure ("Whistleblowing").

The Policy designates the Secretary-General as the person responsible for receiving and treating the disclosure of allegations of wrongdoing at the University (the "Designated Officer"). Under this Policy, and in accordance with reporting requirements of Article 25 of the Act, the Designated Officer is required to report annually on the Policy to both Senate and the Board, as well as to the Chair of the Board of Governors and the Chair of the Audit and Risk Committee.

To facilitate the implementation of the Policy, the Secretariat established the following mechanisms, which aim to raise the Policy's level of awareness and to facilitate the disclosure process. Actions taken include:

- A communication to the University community following the Policy's adoption in September was issued and will be done on at least an annual basis.
- The Secretariat's website was updated to include a new [webpage](#) dedicated to the Policy where members of the University community may consult answers to frequently asked questions.
- A new [online disclosure](#) form and a [secure and confidential email inbox](#), along with a confidential hotline (1 833 398 6173) were established for members to contact the University's Designated Officer directly.
- Information about how to contact the Public Protector of Quebec (Protecteur du Citoyen), for any member of the University community who prefers to submit a report to this unit, which is external to the University. For more information, please consult [Protecteur du Citoyen: How to File a Complaint](#).

Based on the requirements of the Policy, the report includes:

1. the number of Disclosures received by the Designated Officer;
2. the number of Disclosures ended under s. 5.1 of this Policy;
3. the number of well-founded Disclosures;
4. the number of Disclosures broken down according to the categories of Wrongdoings;
5. the types of action taken pursuant to an investigation;
6. the number of Disclosures transferred under s. 5.7 v of this Policy.

SUMMARY OF THE REPORT

For the period beginning September 1, 2023, to March 31, 2024, the Designated Officer did not receive a Disclosure under the new Policy.

The Designated Officer received 1 inquiry from a member of the University community during the reporting period, which led to a Disclosure submitted shortly after March 31, 2024, and which will be accounted for in the next annual report.

Annual Report 2023-2024 Policy on the Disclosure of Wrongdoing

Preamble

The annual report provides statistical information. (The table below provides a more detailed breakdown).
1. The number of Disclosures received by the Designated Officer
2. The number of Disclosures ended under s. 5.1 of this Policy (relating to the admissibility of the Disclosure)
3. The number of well-founded Disclosures
4. The number of Disclosures broken down according to the categories of Wrongdoings
5. The types of action taken pursuant to an investigation
6. The number of Disclosures transferred under s. 5.7 v of this Policy (e.g. to the police force or to the Anti-Corruption Commissioner).

Breakdown for the period beginning September 1, 2023, to March 31, 2024

1. Number of disclosures received by the Designated Officer	Number
	0

2. Number of disclosures ended for the following reasons (section 5.1)	Number
<ul style="list-style-type: none"> • the disclosure does not fall within the scope and definitions of the Policy: 	-
- the disclosure is made for personal purposes and not in the public interest	0
- the disclosure questions the merits of University policies and program objectives	0
- the disclosure can be addressed under another University policy or process	0
- the disclosure is frivolous or otherwise not in good faith	0
<ul style="list-style-type: none"> • the disclosure does not contain sufficient information to permit an investigation 	0
<ul style="list-style-type: none"> • too much time has elapsed since the events or facts disclosed 	0
<ul style="list-style-type: none"> • the disclosure does not contain sufficient information to permit an investigation 	0
<ul style="list-style-type: none"> • the alleged wrongdoing is the subject of legal proceedings or relates to a decision rendered by a court 	0

3. Number of well-founded disclosures (investigated)	Number
	0

4. Number of disclosures received broken down by category of wrongdoing	Number
<ul style="list-style-type: none"> • a contravention of a Québec law, of a federal law applicable in Québec or of a regulation made under such a law; 	0

<ul style="list-style-type: none"> • a serious breach of the standards of ethics and professional conduct; 	0
<ul style="list-style-type: none"> • a misuse of funds or property belonging to a public body, including the funds or property it manages or holds for others; 	0
<ul style="list-style-type: none"> • gross mismanagement within a public body, including an abuse of authority; 	0
<ul style="list-style-type: none"> • any act or omission that seriously compromises or may seriously compromise a person's health or safety or the environment: 	0
<ul style="list-style-type: none"> • directing or counselling a person to commit a wrongdoing described above. 	0

5. Type of action taken following an investigation report	Number
<ul style="list-style-type: none"> • Disciplinary Action 	0
<ul style="list-style-type: none"> • Administrative Action 	0
<ul style="list-style-type: none"> • Other 	0

6. Number of disclosures transferred to external bodies or agencies (e.g. the police force or to the Anti-Corruption Commissioner).	Number
	0

Annual Report on the Policy on Safe Disclosure (“Whistle Blowing”)

Report

During the reporting period from January 1, 2023, through August 31, 2023, no confidential disclosure was filed with the Secretary-General in accordance with the Policy. The table below provides a summary of disclosures since November 2007 based on the requirements of the Policy.

Reporting Period	Number of reports filed by Disclosers	Number of reports investigated	Number of findings of Improper Activity	Types of action taken pursuant to an investigation
January 1, 2023 – August 31, 2023	0	0	0	N/A
Jan. 1, 2022 – December 31, 2022	1	0	0	N/A
Jan. 1, 2021- December 31, 2021	1	1	1	Disciplinary action
Jan.1, 2020 – Dec. 31, 2020	1	1	0	N/A
Jan.1, 2019 – Dec. 31, 2019	1	1	1	Disciplinary action
Jan.1, 2018 – Dec. 31, 2018	5	0	N/A	N/A
Jan. 1, 2017 – Dec. 31, 2017	2	2	1	Disciplinary action and other administrative actions
Jan. 1, 2016 – Dec. 31, 2016	1	1	0	N/A
Nov. 1, 2014 – Dec. 31, 2015	4 (3 of which were later withdrawn)	1	0	N/A
Nov. 1, 2013 – Oct. 31, 2014	0	N/A	N/A	N/A
Nov. 1, 2012 – Oct. 31, 2013	1	0	0	N/A
Nov. 1, 2007 – Oct. 31, 2012	0	0	N/A	N/A

