McGILL UNIVERSITY BOARD OF GOVERNORS



Report of the Nominating, Governance, and Ethics Committee GD23-15

Board of Governors Meeting of October 5, 2023

Secretariat

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The following items arise from the Nominating, Governance, and Ethics (NGE) Committee meeting of September 13, 2023. They are presented to the Board of Governors for its consideration.

I. FOR APPROVAL BY THE BOARD OF GOVERNORS

1. Proposed Amendments to the University Statutes

[NG23-08]

Board approval is requested to approve amendments to the Statutes whereby the titles of Principal and Vice-Principal are changed to President and Vice-President respectively.

At the special meeting of the Board of Governors on August 31, 2023, the Principal presented his priorities for 2023-2024. At that time, the Executive Committee also consulted Board members on a related change to the titles of Principal to President and Vice-Principal to Vice-President. Such a change would involve amendments to the University Statutes where the titles are referenced, and also result in a change to the titles of Associate Vice-Principal and Assistant Vice-Principal accordingly.

At its meeting in August 2023, the Board took note of the fact that McGill has traditionally used the title of "Principal" and "Vice-Principal" as a result of its Scottish origins. Members considered how proposed title changes would serve to leverage McGill's position at the global level, for example, in Asia, where the use of the term "Principal" or "Vice-Principal" is less recognized in the university context. It was also noted that the French translation of the updated title (recteur et vice-chancelier/rectrice et vice-chancelière) would also be potentially more impactful in the Province of Quebec and other parts of the world, notably in Europe. Lastly, members noted that the title of Vice-Chancellor would remain as is, and that the title changes do not involve any changes in position responsibilities.

Taking into account the institutional impact of the change, the Board agreed to consult the Senate on the proposed changes. Senate's input on the matter is provided in the Senate Report (GD23-14).

In accordance with the requirements of the Board of Governors Rules of Order and Procedure a notice of motion was presented to the Board on August 31, 2023.

At this time, the Board is requested to take action on the NGE Committee's recommendation.

Recommendation:

Be it resolved that the Board of Governors, on the recommendation of the Nominating, Governance and Ethics Committee, approve amendments to the University Statutes, to reflect the change of title of "Principal" to "President" and "Vice-Principal" to "Vice-President" as presented in Appendix A, on the understanding that other senior administrative position titles not referenced in the Statutes, such as Associate or Assistant Vice-Principal, will change to Associate or Assistant Vice-President, to coincide with this statutory change.

Be it further resolved that the Board of Governors authorize the Secretary-General to implement these changes in all relevant sections of the McGill University Statues (Statutes), on the understanding that other senior administrative position titles not included in the Statutes, such as Associate or Assistant Vice-Principal, will change to Associate or Assistant Vice-President, to coincide with this statutory change.

2. Board Standing Committees

[NG23-05]

The NGE Committee reviewed the status of appointments on all Board Standing Committees and 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 Equity, Diversity and Inclusion Committee]:

- The appointment of Professor Momar Ndao as a member of the Equity, Diversity and Inclusion Committee for a term commencing September 1, 2023 and ending August 31, 2026.

3. Appointments to Health Care Bodies

[NG23-07]

The NGE Committee reviewed the status of appointments on a number of Healthcare bodies. Based on its review, the NGE Committee recommends the following appointments 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 Research Ethics Board – Faculty of Medicine and Health Sciences (FMHS)]:

- The re-appointment of Roberta Palmour, Ph.D as Chair of the FMHS REB.
- The re-appointment of Frances Aboud, Ph.D. as a member with expertise in the research disciplines, fields and methodologies covered by the FMHS REB.

- The re-appointment of Maida Sewitch, Ph.D. as a member with expertise in the research disciplines, fields and methodologies covered by the FMHS REB.
- The re-appointment of Blossom Shaffer as a member representing the community.
- The re-appointment of Sylvia Villeneuve, M.D. as a member with expertise in the research disciplines, fields and methodologies covered by the FMHS REB.

[With respect to the Research Ethics Board - 2]:

- The appointment of Rhoda Nanre Naszinger, Ph.D. as member with expertise in the research disciplines, fields and methodologies covered by the REB-2.
- The appointment of Teresa Strong-WIlson, Ph.D. as a member with expertise in the research disciplines, fields and methodologies covered by the REB-2.
- The appointment of Mathieu Roy, Ph.D. as a member with expertise in the research disciplines, fields and methodologies covered by the REB-2.
- The re-appointment of Charles Boberg, Ph.D. as a member with expertise in the research disciplines, fields and methodologies covered by the REB-2, and as a member with relevant ethics expertise.
- The re-appointment of Daiva Nielsen, Ph.D. as a member with expertise in the research disciplines, fields and methodologies covered by the REB-2.
- The re-appointment of Annett Korner, Ph.D. as Chair of the REB-2.

[With respect to the Research Ethics Board - 3]:

- The re-appointment of Frances Aboud, Ph.D. as a member with expertise in the research disciplines, fields and methodologies covered by the REB-3, and as a member with relevant ethics expertise.

II. FOR THE INFORMATION OF THE BOARD OF GOVERNORS

1. Code of Ethics and Conduct Annual Sign-Off Update

[NG23-03]

In accordance with its Terms of Reference, the Committee received a report on Board and Standing Committee members' compliance with the Board of Governors' Code of Ethics.

It was reported that all members had completed their declarations, attesting to their compliance with the requirements of the Code of Ethics.

2. 2022 – 2023 Board of Governors and Committee Survey Results [NG23-10]

The Committee reviewed the results of the 2022 – 2023 Board of Governors and Committee evaluation results. The results were based on an evaluation that had been completed online by Board and Committee members in the spring of 2023. Results were administered by the Secretariat on behalf of the NGE Committee. The NGE Committee's mandate includes oversight responsibility with respect to Board and Committee governance effectiveness. The evaluation included two types of assessments: Part I: Overall Board and/or Committee Performance and Effectiveness and Part II: Personal Contribution/Self-Assessment. A full summary is provided in Appendices B and C.

3. NGE Committee Orientation Package (2023-24)

[NG23-04]

The Committee received an orientation package for the 2022-2023 governance year, containing updated reference documents for the Committee's information.

END October 2023

Statutes of McGill University

Enacted by the Board of Governors on May 1, 1972, and amended by the Board of Governors to December 15, 2022.

The *Statutes* are maintained by:

The Secretariat McGill University 845 Sherbrooke Street West Montreal, QC Canada, H3A 0G4

Preamble and Enacting Clause

By virtue of the authority vested in the Board of Governors of McGill College and University, under the Royal Charter, as amended, and all relevant laws, and to provide responsible management and government of the affairs, including academic control of the curriculum and courses of study, of McGill College and University, be it and it is hereby enacted that the following Statutes numbered from Article 1 to Article 15 inclusive shall come into effect on the first day of May in the year of our Lord, one thousand nine hundred and seventy-two, and that all Statutes now in force be and the same are hereby repealed; the whole subject only to disallowance by the Visitor of the University and such disallowance signified by writing to the Board of Governors within sixty days after a certified copy of these Statutes, sealed with the College seal and addressed to the Visitor, shall have been delivered to the Post Office at the City of Montreal.

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Article One: The Board of Governors

1.1.1 The Trustees, Members of the Royal Institution for the Advancement of Learning, and Governors of McGill College and University, shall not be more than twenty-five in all, of whom the Chancellor and the President of the University shall *ex officio* be two. Of this number,

twelve members-at-large shall be elected by the Board of Governors from amongst those nominated by the Board's Nominating, Governance and Ethics Committee, with staggered terms of not more than four years;

three shall be elected by the McGill Alumni Association from amongst its active members, with staggered terms of not more than four years;

two shall be elected by Senate from amongst its members, with staggered terms of not more than three years, provided that if during their term such members cease to be members of Senate, they thereupon cease to be members of the Board;

two shall be elected by the full-time administrative and support staff of the University from amongst their number in accordance with electoral procedures approved by the Board, with staggered terms of not more than three years, and provided that if, during their term, such members cease to be members of the full-time administrative and support staff, they thereupon cease to be members of the Board;

two shall be elected by and from the full-time academic staff at large in accordance with the electoral procedure approved by the Board, for staggered terms of not more than three years;

and one shall be an undergraduate student of the University appointed by the Students' Society of McGill University (the "SSMU"), provided that at the time of such appointment he or she was registered in a faculty other than the Faculty of Agricultural and Environmental Sciences in an undergraduate degree or diploma program for not fewer than eighteen credits or the equivalent. An undergraduate student of the University appointed by the SSMU who is a member of its executive and who does not meet these criteria shall nonetheless be eligible to serve on the Board of Governors provided that at the time of their election to the SSMU executive and the time of their appointment to the Board he or she shall be a registered student, and shall throughout the eighteen consecutive months prior to their appointment to the Board will have been registered in a faculty other than the Faculty of Agricultural and Environmental Sciences in an undergraduate degree or diploma program and will have been so registered for no fewer than eighteen credits or the equivalent. The term of the SSMU appointed member on the Board of Governors shall be one year, non-renewable.

and one shall be elected from among the persons who are members of the Post-Graduate Students' Society of McGill, for a one-year term, under electoral procedures approved by the Board, provided that at the time of his or her election the person shall be a registered graduate student or postdoctoral scholar. Non-resident students and full-time members of the teaching staff are ineligible.

1.1.2 The McGill Association of Continuing Education Students (MACES) shall elect from amongst its members, under electoral procedures approved by the Board, an Observer to the Board of Governors, to serve a one-year term. The student elected to represent MACES shall be registered in the School of Continuing Studies in a certificate or diploma program and taking at least one course, or a degree candidate who has been assessed the association fee.

This Observer shall be entitled to attend all meetings of the Board and may participate in its discussions but shall not have the right to vote.

1.1.3 The Macdonald Campus Students' Society (MCSS) shall elect from amongst its members, under electoral procedures approved by the Board, an Observer to the Board of Governors, to serve a one-year term. The student elected to represent the MCSS shall be registered in the Faculty of Agricultural and Environmental Sciences in a degree or diploma program and taking not fewer than eighteen credits or the equivalent.

This Observer shall be entitled to attend all meetings of the Board and may participate in its discussions but shall not have the right to vote.

1.1.4 Suspension under the Student Disciplinary Code shall render a student ineligible for office where such suspension is of all University privileges and is in force at the time of nomination or election. Such suspension during a term of office shall render a student governor ineligible to sit on the Board or its committees so long as the suspension lasts.

- 1.1.5 Subject to section 1.1.5.1, all elected governors shall be eligible for re-election.
- 1.1.5.1 A member-at-large of the Board of Governors shall normally serve a maximum of two consecutive terms, for a total of not more than eight years.
- 1.1.5.2 At least five of the twelve members-at-large of the Board of Governors shall be graduates of McGill University.
- 1.1.6 Subject to section 1.1.7, the term of office of governors elected by the Alumni Association, by Senate, by the full-time administrative and support staff, and by the full-time academic staff, shall commence on the first day of July following their election. In the case of governors elected by the students, their term of office shall commence on the first day of June following their election. In cases where an election is held after the first day of June for a term of office that was to commence on the first day of June, the term of office shall then commence on the first day of the month following the election and terminate on the thirty-first day of May next following.
- 1.1.7 Vacancies on the Board, whether caused by death, disqualification, resignation, or otherwise, shall be filled as soon as may be possible, in the manner provided by these Statutes for the appointment or election of new members, and for the like term, save that those elected by the Alumni Association, the Senate, the full-time administrative and support staff, the full-time academic staff, and the student body shall hold office only for the unexpired residue of the term of the previous holder of the seat vacated.
- 1.1.8 Following the completion of a governor's term on the Board, the Board of Governors, on the recommendation of the Nominating, Governance and Ethics Committee, may appoint as governor emeritus/a, a governor who has served the University with exceptional distinction for a period of not less than six consecutive years on the Board.
- 1.1.8.1 The Nominating, Governance and Ethics Committee, in making a recommendation for appointment to the rank of governor emeritus/a, shall consider the nature and scope of the governor's contributions to the University and his or her capacity to continue to do so in the future.
- 1.1.8.2 The President, the Chair of the Board of Governors, and the Chancellor shall meet at least once each year with the governors emeriti.
- 1.1.8.3 Governors emeriti shall normally be appointed by the Board for an unlimited term, to recognize, in perpetuity, exemplary support and long-standing dedication to the institution.
- 1.1.8.4 Governors emeriti shall be entitled to receive all materials related to meetings of the Board of Governors.

 Governors emeriti, while not members of the Board, shall be eligible for appointment to the committees of the Board of Governors as well as to represent the Board on other bodies. When appointed to a committee of the Board of Governors, governors emeriti shall be full members of the committee, with both voice and vote, and their presence shall be considered in determining whether a quorum is present.
- 1.1.8.5 Governors emeriti shall be entitled to participate as members of the platform party at all convocation and installation ceremonies.
- 1.2 The Royal Institution for the Advancement of Learning, which consists of the aforesaid Board of Governors, holds as trustee all University property and is responsible for the maintenance and the administration thereof.
- 1.3.1 The Board of Governors of the University, under the terms of the Charter, possesses general jurisdiction and final authority over the conduct of the affairs of the University. It makes all contracts and all appointments on behalf of the University.
- 1.3.2 It may establish, and from time to time amend, rules and regulations governing its own meetings and procedure for the transaction of business properly coming before it, and ten of its members shall constitute a quorum for the transaction of all business.
- 1.3.3 It shall meet at the call of the Chair or, in the event of the latter's absence or inability to act, at the call of a Vice-Chair or the member of the Board senior in order of appointment, on written notice given at least five clear days before the date fixed for the meeting, at least three times a year, once in the autumn, once in the winter, and once in the spring.
- 1.3.4 For greater certainty, but without limiting the generality of its authority, the Board of Governors shall have the following specific powers and duties:

- 1.3.4.1 It shall appoint the President after consultation with a committee comprised as follows: the Chair of the Board of Governors (or other member of the Board designated by the Board of Governors) as chair; the Chancellor; two members appointed by the Board of Governors; two members appointed by the Senate; one member appointed by the Students' Society of McGill University and one member appointed by the Post-Graduate Students' Society of McGill University; two members appointed by the Council of the McGill Association of University Teachers; two members appointed by the Board of Directors of the Alumni Association; two members elected by the administrative and support staff. Alternates to the designated members may be named. Such alternates shall serve only in the event that the designated members are unable to serve and shall be permanent replacements. The quorum of this committee shall be seven. The Board of Governors shall select the President only from those names submitted to it by this committee.
- 1.3.4.2 It shall appoint, on the recommendation of the President, as hereinafter provided, the Provost, the Deputy Provost, the vice-presidents, deans, professors, and all other members of the teaching, research, and administrative staff, and all other University personnel; and shall determine and fix their tenure of office.
- 1.3.4.3 It may, in accordance with regulations relating to the employment of academic staff which it promulgates from time to time, dismiss any members of the teaching staff of the University; and it may, after hearing the interested parties, dismiss any senior administrative officer for cause which in the opinion of its members affects adversely the general well-being of the University. A senior administrative officer is any member of the non-teaching staff of the University who holds an office designated as such by the Board of Governors. It may also suspend and dismiss any employee of the University other than members of the teaching staff and senior administrative officers and delegate this authority to an officer or officers of the University.
- 1.3.4.4 It shall, in accordance with applicable law, promulgate regulations from time to time establishing the normal retirement dates for all staff, as well as the terms and conditions of their retirement at their normal retirement date or at an earlier or a later date.
- 1.3.4.5 It shall have full power to determine and fix from time to time the salaries and emoluments of the President, Provost, Deputy Provost, vice-presidents, deans, professors, and all other officers and employees of the University, and to determine and fix all fees to be paid to the University for instruction given therein or which may be given anywhere under its auspices and direction, and for all other University privileges and to determine and fix the time and mode of payment thereof.

1.3.4.6 It shall appoint:

- (a) an Executive Committee, consisting of not more than ten members, all governors, including the Chair, one of the Vice-Chairs of the Board and the President; two of these members shall be chosen from among the members of the Board elected by Senate and by the academic staff; one member to be chosen from among the Board members elected by the administrative and support staff; four members to be chosen from among the members-at-large and Alumni Association Board members. A student member of the Board or Observer shall also be chosen to participate in meetings of the Executive Committee as a non-member, with voice and no vote;
- (b) a Nominating, Governance and Ethics Committee consisting of the Chair of the Board, the Chancellor, the President, and seven members, four of whom shall be chosen from among the members-at-large on the Board, the members of the Board elected by the Alumni Association, and the governors emeriti; one chosen from among the Board members elected by the administrative and support staff; one chosen from among the Board members elected by the academic staff or by Senate; and one chosen from among the students elected to the Board.

These committees shall have the powers hereinafter provided for, and the Board, alone or jointly with Senate, may appoint other committees clothed with such powers as it may deem advisable. Members of such committees shall be appointed for such terms as the Board may from time to time determine.

- 1.3.4.7 As provided for in Article 6.1.1, it shall appoint three representatives on the Senate for a period of three years each, at least two of whom shall be members of the Board, including at least one who is a member of the Board elected by the McGill Alumni Association.
- 1.3.4.8 It shall appoint the Chancellor of the University. It shall also appoint from among its members-at-large a chair to preside over its meetings. In addition, it shall appoint, up to two vice-chairs from among its members-at-large.
- 1.4.1 The Executive Committee shall have authority to exercise all the powers held by the Board of Governors

between regular meetings of the Board, except that it shall not have the power to amend, modify, or repeal any or all of these Statutes, or to appoint a Chancellor or appoint a President, or dismiss a member of the teaching staff or a senior administrative officer; it shall submit to each regular meeting of the Board a report on all matters with which it has dealt since the previous regular meeting thereof.

1.4.2 The Nominating, Governance and Ethics Committee shall make nominations to the Board of Governors for the filling of all vacancies on the Board, except those occurring among the members elected by the Alumni Association, by Senate, by the full-time administrative and support staff, by the full-time academic staff, and by the student body; and such first mentioned nominations shall not be acted on by the Board at the same meeting as that at which they are presented. Candidates for re-election must be nominated in the same manner as new members. The Nominating, Governance and Ethics Committee shall make nominations to the Board of Governors for the standing committees of the Board, including the Executive Committee and the Nominating, Governance and Ethics Committee, and for representation of the Board on Senate. In addition to the responsibilities stipulated in the Statutes, the Board Nominating, Governance and Ethics Committees and shall review the terms of reference of Board committees, recommending revisions thereto as it deems appropriate.

Article Two: The Chancellor, the Chair of the Board of Governors, and the Vice-Chair(s) of the Board of Governors

- 2.1.1 The Chancellor shall be presiding officer of Convocation and of joint sessions of the Board of Governors and the Senate and shall represent the University at official functions. The Chancellor shall be an *ex officio* member of the Board of Governors and of Senate.
- 2.1.2 The Chancellor shall preside over meetings of the Senate Honorary Degrees Committee.
- 2.2 The Chair of the Board of Governors shall be the president of the Royal Institution for the Advancement of Learning, presiding officer of the Board of Governors, and a Board of Governors' representative on Senate and may according to discretion call joint meetings of the Board of Governors and Senate.
- 2.3 The Vice-Chair(s) of the Board of Governors shall assist the Chair of the Board of Governors.
- 2.4 In the case of the absence of the Chair of the Board of Governors, or in the event of a temporary vacancy in that office, the Board of Governors will appoint one of the Vice-Chairs as the Acting Chair of the Board of Governors, with all duties and powers pertaining to the office of the Chair of the Board of Governors.
- 2.5 The Chancellor shall normally serve a term of up to three years.
- 2.6 Subject to article 1.1.5.1, the Chair shall normally serve a term of up to four years.
- 2.7 Subject to article 1.1.5.1, a Vice-Chair shall normally serve a term of up to two years.
- 2.8 The Board of Governors may renew the terms of service of the Chancellor, the Chair and the Vice-Chairs.
- 2.9 To recognize their exemplary service and contributions to the University, the Board of Governors may bestow the rank of emeritus/a upon the Chancellor, the Chair of the Board of Governors or a Vice-Chair of the Board of Governors following the completion of their respective terms in these positions.

Article Three: The President

- 3.1 The President shall be the academic head and chief executive officer of the University and shall have general supervision over and direction of the University, including the teaching staff thereof, and all persons employed in connection with its work, and shall also have such other powers and perform such other duties as from time to time may be conferred upon or may be assigned by the Board of Governors.
- 3.2 The President shall also bear the title and discharge the functions and duties of Vice-Chancellor of the University.
- 3.2.1 The President shall have the status of full professor with tenure unless the Board of Governors determines otherwise.
- 3.3 The President may initiate any project which the President considers beneficial to the University and may present to the Senate or the Board of Governors, or to both, any project of whatsoever kind that may seem to the President to be in the interests of the University.

- 3.4 The President shall recommend to the Board of Governors the appointments, and terms thereof, of the Provost, Deputy Provost, vice-presidents, deans, professors, and all other members of the teaching, research, and administrative staff and all other University personnel.
- 3.4.1 Before recommending an appointment for the office of Provost, Deputy Provost, or vice-president, the President shall have consulted an advisory committee consisting of four representatives of the Board of Governors, four representatives of the Senate and two students. The President shall be *ex officio* chair of the advisory committee.
- 3.4.2 Before recommending an appointment or reappointment for the office of dean of a large faculty, the President 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. In the case of small faculties, the President shall have consulted an advisory committee of seven members, which shall consist of two members nominated by the faculty immediately concerned, two members, not necessarily members of the faculty concerned, nor of Senate, appointed by Senate, one member appointed by the Board of Governors, and two student members. Before recommending an appointment or reappointment for the office of Dean of Graduate and Postdoctoral Studies, the President shall have consulted an advisory committee of thirteen members, which shall consist of eight members of faculties offering graduate programs appointed by Senate, two members appointed by the Board of Governors, and three student members.

Any faculty having fifty or more full-time members of faculty, exclusive of joint appointments with other faculties, shall be deemed a large faculty; any faculty having fewer than fifty full-time members exclusive of joint appointments with other faculties, shall be deemed a small faculty. Nevertheless, part-time faculty members are eligible for election as faculty representatives on advisory committees on the appointment of deans.

The President shall normally be *ex officio* chair of the advisory committees for the appointment of deans. Deans shall be appointed for a period of five years and shall be eligible for reappointment.

- 3.4.3 Before recommending an appointment to the rank of full professor or full librarian, the President must first have consulted a committee consisting of two governors selected by the Chair of the Board, two vice-presidents, the dean of any faculty in which the appointment is to be made, or, in the case of appointment to the rank of full librarian, the Director or Dean of Libraries, and two members selected by the Senate; and such other members as the President may see fit.
- 3.4.3.1 In the case of new appointments where the candidate has attained the rank of full professor or full librarian, the President may recommend appointment at that rank having consulted with the dean of the faculty or the Director or Dean of Libraries as appropriate.
- 3.4.4 Before recommending appointments, and the terms thereof, to ranks below that of full professor, the President must have consulted with any dean concerned and such others as may seem desirable to the President, and must recommend in accordance with such regulations relating to the employment of academic staff as are promulgated from time to time by the Board of Governors.
- 3.4.5 Before recommending the appointment or re-appointment with tenure of a member of the academic staff, the President must have consulted in accordance with such regulations relating to the employment of academic staff as are from time to time promulgated by the Board of Governors.
- 3.5 The President shall have power to suspend any members of the teaching staff of the University for cause which in the President's opinion affects adversely, or is likely to affect adversely, the general well-being of the University in accordance with such regulations relating to the employment of academic staff as are from time to time promulgated by the Board of Governors. The President may also for similar cause suspend any senior administrative officer.
- 3.6 The President shall make recommendations to the Board as to all promotions and changes in, and all resignations, retirements, and removals from, the teaching staff of the University. The President shall also determine, subject to the authority of the Board, the appointment, term, and remuneration of all other employees of the University.
- 3.7 The President shall be a member of the Senate, with all the privileges attached thereto; and shall be Chair thereof and shall preside over its meetings; and in the event of a tie vote shall have an additional or casting vote; the President may call special meetings of the Senate upon giving, in writing, notice as prescribed by Article 6.4.2 of

these Statutes.

- 3.8 The President shall be a member of all faculties, with all the privileges attaching thereto, and may preside at any faculty meeting if requested to do so by the dean. The President may call and preside at special meetings of faculties, separately or jointly.
- 3.9 The President shall be a member of all committees of the University and shall have access to all records of the University.
- 3.10 The President shall prepare an annual budget and submit the same to the Board of Governors.
- 3.11 The President shall report annually to the Visitor upon the work of the University and its requirements and make such recommendations thereon as the President may deem necessary.

Article Four: The Provost, Deputy Provost, and Vice-Presidents

4.1 The Provost, Deputy Provost, and vice-presidents shall perform such duties as may be assigned to them by the President, and shall be members of the Senate, of all faculties, and of all University committees designated by the President, other than the committees of the Board of Governors. A Provost, Deputy Provost, or vice-president designated by the President may represent the latter and discharge the duties and exercise the authority of the President during the latter's absence, except as provided in Section 1.3.3.

Article Five: The Secretary-General

5.1 The Secretary-General shall be the Secretary of McGill College and University and shall be responsible for the University Secretariat.

Article Six: The Senate

- 6.1.1 The Senate shall be composed of:
 - a) The Chancellor;

The President and Vice-Chancellor;

The Chair of the Board of Governors;

The Provost;

The Deputy Provost;

The vice-presidents;

The deans of faculties;

The Dean of Graduate and Postdoctoral Studies;

The Dean of Students;

The Dean of Continuing Studies;

The Director or Dean of Libraries;

The University Registrar and Executive Director of Enrolment Services;

The Director of Teaching and Learning Services.

- b) Three representatives of the Board of Governors, appointed by the Board for a period of three years each, at least two of whom shall be members of the Board, including at least one who is a member of the Board elected by the McGill Alumni Association;
- c) Three members, each of whom shall be elected for a term of three years, and shall be eligible for re-election, the electorate to be all librarians performing the function of librarian in the University's library system:
- d) Six members of the administrative and support staff for a period of three years, namely:
 - i) Two representatives from the Faculties of Arts, Education, Law, Management, Music, and Religious Studies; School of Continuing Studies; and non-faculty administrative and support services reporting to the Provost, the Vice-President(Research and International Relations), the President, and the Secretary-General, following an election conducted by the Dean of Arts.
 - ii) Two representatives from the Faculties of Agricultural and Environmental Sciences, Dentistry, Engineering, Medicine, and Science; the University Libraries; and non-faculty administrative and support services reporting to the Deputy Provost, following an election conducted by the Dean of Science.

- iii) Two representatives from non-faculty administrative and support services reporting to the Vice-Presidents (Administration and Finance) and (University Advancement), following an election conducted by the University Secretariat.
- e) The following members, each of whom shall be elected for a term of three years, and all of whom may be re-elected, the electorate to be all professors, associate professors, assistant professors, and full-time faculty lecturers appointed to the faculty by the Board of Governors, or otherwise authorized by the faculty concerned:

Ten from the Faculty of Arts;

Three from the Faculty of Agricultural and Environmental Sciences;

One from the Faculty of Dentistry;

Two from the Faculty of Education;

Five from the Faculty of Engineering;

Two from the Faculty of Law;

Thirteen from the Faculty of Medicine;

Two from the Faculty of Music;

Two from the Faculty of Management;

One from the Faculty of Religious Studies;

Nine from the Faculty of Science:

One from the School of Continuing Studies elected from among its full-time faculty lecturers.

- f) Three from the faculty-at-large elected by ballot conducted by the Secretariat.
- g) The following members, each of whom shall serve a one-year term:

One student from the MCSS membership;

Two students from the MACES membership;

Five students from the PGSS membership, including one member elected from among postdoctoral students:

Thirteen students from the SSMU membership;

The eligibility of students for membership on Senate at the time of their nomination or election, and while holding office is determined by the following conditions:

- 6.1.1.1 They are registered as graduate or undergraduate students in a degree or diploma program of the University and are taking not less than three year-long courses or eighteen credits or their equivalent; or,
- 6.1.1.2 They are registered as postdoctoral scholars; or,
- 6.1.1.3 They are members of the executives of the Students' Society of McGill University or of the Macdonald Campus Students' Society, and are registered students of the University; or,
- 6.1.1.4 They are registered in the School of Continuing Studies.
- 6.1.1.5 Non-resident students and full-time members of the teaching staff are ineligible.
- 6.1.2.1 Suspension under the Student Disciplinary Code shall render a student ineligible for office where such suspension is of all University privileges and is in force at the time of nomination or election. Such suspension during a term of office shall render a student member of the Senate ineligible to sit on Senate or its committees so long as the suspension lasts.
- 6.1.2.2 Whenever an elected member of the Senate resigns or ceases to be a full member of the University or of the member's constituency before the expiry of the term, the competent body shall select a successor to complete the term. If a Faculty Senate seat is vacated before the normal end of term, the Faculty concerned should employ the following procedures:
 - i. if the remainder of the representative's term is for one year or less, the Faculty may appoint a replacement for the duration of the former member's term;
 - ii. if the remainder of the representative's term is for greater than one year, the Faculty should elect a new member using its normal election procedure for the full Senate term of three years;
- 6.1.3 If an administrative and support staff seat is vacated before the normal end of term, the same procedure indicated in section 6.1.2.2 for the selection of a successor should be used.
- 6.1.4 Senate shall undertake a comprehensive review of its composition at least once every ten years.

- 6.2 All members of the Senate shall have the title of "Fellow."
- 6.3 Subject to the authority and powers of the Board of Governors, the Senate shall have the following general and specific powers and duties:
- 6.3.1 It may establish, and from time to time amend, rules and regulations governing its own meetings and procedure for the transaction of business properly coming before it, and forty percent of its members shall constitute a quorum for the transaction of all business, except that in the period from June 1 to August 31 in each year, twenty percent of its members shall constitute a quorum.
- 6.3.2 It shall exercise general control and supervision over the academic activities of the University, with special reference to the development of the curriculum and courses of study in the several faculties and schools; it shall receive from the several faculties and schools regulations for admission into such faculties and schools and shall grant or withhold approval thereof; it may initiate for the consideration of faculties and schools suggested changes in curriculum and courses of study; it shall examine and approve all requirements for degrees, diplomas, or certificates granted by the University. No courses leading to degrees, diplomas, or certificates shall be offered or given until the approval of the Senate has been declared. Before, however, passing any regulation governing any faculty, otherwise than on the proposal of such faculty or an appeal to it from the decision of any faculty, council, or committee, concerning courses of study, curriculum, or other academic activity, the Senate shall, so far as is feasible, communicate its project to such faculty.
- 6.3.3 It shall establish and grant all degrees, both in course and honorary, and all diplomas and certificates to be conferred by the University.
- 6.3.4 It may recommend the establishment and discontinuance of faculties, schools, and departments.
- 6.3.5 It shall examine and make recommendations concerning any project involving the academic policy of the University or of any faculty or school or the establishment of any academic building.
- 6.3.6 It shall recommend the acceptance or refusal of any gift, grant, or bequest submitted to it by the President on the grounds that it might, in the President's judgement, affect University academic policy.
- 6.3.7 It may offer recommendations for the affiliation with the University of any college or colleges or other institutions of learning or research and for the dissolution of any such affiliations or the amendment or alteration of the terms thereof.
- 6.3.8 It may make such representations, through the President, to the Board of Governors as may from time to time become necessary or desirable, touching any claims and needs of the University or any part thereof.
- 6.3.9 In case of disagreement with the Board of Governors regarding recommendations made under paragraphs 6.3.4; 6.3.5; 6.3.6; 6.3.7; or 6.3.8, the question at issue shall be submitted to a Conference Committee. This committee shall consist of not more than eleven members, consisting of the President and equal representation from the Board of Governors on the one hand and the Senate on the other, with power to submit its findings and recommendations to the Board of Governors whose decision shall be final.
- 6.3.9.1 The Senate and Board of Governors shall hold an annual joint meeting in the fall term. At this meeting, the President, the Provost, the Deputy Provost, and the vice-presidents, as appropriate, shall present for discussion matters they consider relevant to the University's mission for the ensuing year.
- 6.3.10 It may hear and determine appeals made to it by any member of the teaching staff from any decision of a Senate committee, or of a faculty, concerning courses of study, curriculum, examinations, timetable, or other academic activity, and subject to ratification by the Board of Governors its decision shall be final.
- 6.3.11 It may make rules and regulations for the management of the University libraries and museums.
- 6.3.12 It shall exercise general disciplinary authority over the student body of the University and may delegate authority to make and enforce student disciplinary regulations to University bodies and officers of its choosing.
- 6.3.13 It shall regulate academic dress and University ceremonial.

- 6.3.14 It shall fix the academic calendar, including the dates of academic functions and holidays, or general suspensions of lectures; and shall co-ordinate all timetables affecting more than one faculty.
- 6.3.15 It shall appoint such committees, boards, or other bodies as may be necessary for the proper exercise of its authority.
- 6.3.16 It may determine the titles of all ranks and grades of the teaching staff below the rank of full professor.
- 6.4.1 Regular meetings of the Senate shall be held at least once a calendar month throughout the University session.
- 6.4.2 Special meetings may be summoned by the President according to discretion and must be summoned on the request of any ten members of the Senate. Notice of any such special meeting shall be sent by the Secretary of the Senate at least three days in advance of the date of the meeting to every member of the Senate and shall specify the business of the meeting.

Article Seven: The Faculties

7.1 The following are faculties of the University:

Agricultural and Environmental Sciences

Arts

Dentistry

Education

Engineering

Law

Management

Medicine

Music

Religious Studies

Science

- 7.2 Each faculty shall be composed of all professors, associate professors, assistant professors, and faculty lecturers who are appointed to it by the Board of Governors. Where a question of membership is in doubt, the dean or the deans concerned shall reach a decision, or shall seek the ruling of the President.
- 7.3 A faculty may provide for the election to the faculty meeting of additional members, and may make regulations concerning their number, their qualifications, and their term of office, the right to vote at their election, the procedure to be followed thereat and the date thereof; and such faculty may from time to time repeal or amend such regulations; provided, however, that no regulation made under the authority of this section and no repeal or amendment of such regulation shall have any effect until approved by the Senate. Unless the faculty provides otherwise, the eligibility for student members of faculty meetings shall be governed by the provisions of Article 6.1.1.1, 6.1.1.5, and 6.1.2.1 relating to student membership on the Senate.
- 7.4 The Director or Dean of University Libraries shall be a member *ex officio* of the Faculties of Arts and of Science.
- 7.5 Each faculty shall, subject to the authority of Senate, control the courses of study and the academic work of the faculty, and provide rules governing the arrangement of its timetable and examinations and the conduct of its meetings.
- 7.6 All faculties shall meet not less than four times during the academic session.

Article Eight: The Deans

- 8.1.1 There shall be a dean of each faculty appointed as provided in Articles 1.3.4.2 and 3.4.2. There shall also be a Dean of Students, a Dean of Graduate and Postdoctoral Studies, and a Dean of Continuing Studies.
- 8.1.2 The dean of each faculty shall, subject to the provisions of Article 3.8, preside at all meetings of the faculty, and in the event of a tie vote shall have an additional or casting vote.
- 8.1.3 The Dean of Graduate and Postdoctoral Studies shall preside at meetings of a council whose mandate and composition shall be approved by Senate.

- 8.1.4 The dean of each faculty shall, under the direction of the President, administer the affairs of the faculty, academic and executive. The Dean of Graduate and Postdoctoral Studies and the Dean of Continuing Studies shall, under the direction of the President, administer academic and administrative affairs appropriate to their office.
- 8.1.5 The dean of each faculty and the Dean of Continuing Studies shall make to the President all recommendations for appointment and promotion of their teaching staff in accordance with such regulations relating to the employment of academic staff as are from time to time promulgated by the Board of Governors.
- 8.1.6 The dean of each faculty shall, after consultation with a committee broadly representative of the membership of a department and including, if desired, representatives from outside of the department concerned, make recommendations to the President for the appointment or reappointment of a departmental chair. Prior to recommending the re-appointment of a chair who has served in that office for five years, the dean shall again consult with a committee broadly representative of the membership of the department and including, if desired, representatives from outside of the department concerned.
- 8.1.7 The dean of each faculty shall be responsible for the preparation of the budget of the faculty for submission to the President. In faculties with departments, the dean shall consult with chairs of departments before preparing the budget. The Dean of Students, the Dean of Graduate and Postdoctoral Studies, and the Dean of Continuing Studies shall each be responsible for the preparation of a budget for submission to the President.

Article Nine: The Academic Departments

- 9.1.1 The members of the teaching staff appointed to give instruction in the various subjects or field of study or to conduct research may be organized for administrative purposes into departments as defined by the dean of the faculty, or by the council of the faculty, if one exists, subject to the approval of the President and ratification of the Senate.
- 9.1.2 Where courses of instruction are presently offered or in the future proposed by the teaching staff of any department as an integral part of the course of study or curriculum of two or more faculties, or are offered in one faculty leading to a course of study in another faculty, the details thereof and the jurisdiction thereover shall be settled by the deans concerned, subject to the approval of the President and ratification by the Senate.
- 9.1.3 Each department may recommend to the council of the faculty, or to the faculty meeting if there is no council, modifications in, deletions of, or substitutions for courses of instruction offered there-in. It may, through its chair and dean, discuss its objectives and problems with the President.
- 9.1.4 There shall be no department independent of a faculty.
- 9.2.1 There shall be a chair of each department appointed in accordance with the provisions of Articles 1.3.4.2 and 8.1.6.
- 9.2.2 Each departmental chair shall be generally responsible to the dean or deans of the faculty or faculties in which members of the teaching staff of the department may be offering courses of instruction, and shall prepare and administer a budget for the department under the direction and supervision of such dean or deans.

Article Ten: Schools, Institutes, Centres, and Other Academic Units

- 10.1 Each school, institute, centre, or other academic unit of the University shall be placed in a faculty under the direction and supervision of the dean. The Senate, on recommendation of the President, shall have the authority to allocate each school, institute, centre, or other academic unit to an appropriate faculty. There shall be over each a director.
- The director of each school, institute, centre, or other academic unit shall be under the direction and supervision of the dean of the faculty to which it has been allocated, and shall exercise the functions of chair of a department.
- 10.3 Articles 10.1 and 10.2 do not apply to the School of Continuing Studies.

Article Eleven: Royal Victoria College

- 11.1 The Royal Victoria College is a college of McGill University and, except when otherwise specially provided by the terms of the College charter and its endowments or by the Statutes and resolutions made from time to time by the Board of Governors of the College in special relation to its separate interests and except where inapplicable to conditions in fact, all statutes, rules, regulations, and by-laws of the University and of the Royal Institution for the Advancement of Learning shall apply to the government and administration of the College.
- 11.2 The members of the Board of Governors of the University shall also be the members of the Board of Governors of the College.
- All officers, employees, and servants of the College shall be appointed or employed by the Board of Governors of the College or by the President of the University or by some person appointed by the President, acting under the authority of the Board, and the said Board shall also exercise all powers of dismissal.
- Any academic or educational work carried on in or by the College shall be subject to the provisions of these Statutes, and all rules and regulations of the Senate in force from time to time in relation to the aforesaid matters shall apply to the College.
- The President and Vice-Chancellor of the University shall be a member of the Board of Governors of the College, and shall *ex officio*, and as near as the nature and objects of the College will permit, possess the like powers and perform the like duties in relation to the government and administration of the College as the President ordinarily possesses and performs in relation to the University as a whole, together with such other and further duties and powers as may be specially assigned to or conferred from time to time by the Board of the College in relation to the separate interests of the College.
- 11.6 The Secretary-General of the University shall be the Secretary of the College, and shall possess the like powers and perform the like duties in relation to the affairs of the College as to the affairs of the University and its various constituent bodies.
- 11.7.1 The warden of the College and the treasurer thereof shall each be appointed by the Board of Governors of the College, upon the recommendation of the President of the University. The warden, subject always to the supervision and authority of the President and to the provisions of these Statutes, shall have and possess all powers and perform all duties necessary and incidental to the following purposes:
- 11.7.2 To advise and assist all students of the College on all matters affecting the progress of their education and training.
- 11.7.3 To make and administer subject to the enactments of Senate all rules and regulations for the comfort, good health, and discipline of the students resident in the College, and for the preservation of the good character and name of the College.
- 11.7.4 To make and administer all rules, regulations, and orders for the efficient household management and maintenance of the College residence and of all premises and places occupied by the College.

Article Twelve: Macdonald Campus

12.1 Macdonald Campus is an integral part of McGill University. Except as hereinafter or in any statute or agreement or deed of gift provided, all statutes and regulations of McGill University and of the Royal Institution for the Advancement of Learning shall have full force and effect in the government and administration of the said Macdonald Campus.

Article Thirteen: Degrees

- 13.1 The University may offer degrees-in-course in any field of knowledge as shall be approved from time to time in accordance with these Statutes. The official record of degrees granted by the University shall be maintained by the Secretary General.
- 13.1.1 Any degree may be granted jointly with another institution of higher learning as a single degree, as established from time to time by Senate.
- 13.1.2 Any degree may be granted jointly with a degree granted by another institution of higher learning, as established from time to time by Senate.

- 13.2.1 The University may grant the degree of Doctor of Laws, Doctor of Letters, Doctor of Science, Doctor of Music, and Doctor of Divinity *honoris causa*, and such other honorary degrees as may from time to time be approved by the Senate.
- 13.2.2 Proposals for honorary degrees shall be made to and considered by a committee appointed by the Senate, and having the Chancellor as chair. Those proposals approved by this committee shall be referred to the Senate for final decision; but no honorary degree shall be granted unless two-thirds of the members of the Senate present and entitled to vote shall vote for it.

Article Fourteen: Convocation

14.1 Convocation shall be a general meeting of all members and graduates of the University, or of one or more faculties of the University, called by the President and Senate, for any public ceremonial function of the University. The Chancellor, or, if absent, the President and Vice-Chancellor, or in the absence of both, such persons as the Chancellor or the President may name for the purpose, shall preside and shall confer such degrees as may have been granted by the Senate.

Article Fifteen: Statutory Amendments

- The Senate may, by a two-thirds vote of its members who are present and entitled to vote, recommend to the Board of Governors amendments to these Statutes, provided that due notice of the proposed amendments shall have been given in writing at a previous meeting of the Senate by its Secretary.
- Nothing herein contained shall be construed as in any way limiting or impairing the power of the Board of Governors to amend, modify, or repeal the foregoing Statutes or any of them; the notice convening any meeting of the Board of Governors at which such amendment, modification, or repeal is to be considered shall declare the purpose of the meeting in that respect and shall be sent in writing to each member of the Board five clear days before the date fixed for the holding of the meeting.

Enactment May 9, 1972

Amendments:

Article 1 June 14, 1972

February 27, 1974 March 28, 1974 April 1, 1975 June 1, 1977 February 2, 1978 January 31, 1979 May 30, 1979 October 22, 1980 January 18, 1984 November 20, 1990 June 3, 1994 January 19, 1995 May 29, 1997 May 29, 1998 March 26, 1999 February 7, 2000 April 18, 2001 January 29, 2003 May 28, 2003

October 9, 2003 September 28, 2004

February 7, 2005 November 3, 2005

June 8, 2007 June 9, 2009 June 2, 2010 May 30, 2011 February 28, 2013

May 25, 2017 February 10, 2022 December 15, 2022

November 20, 1990 February 10, 2022 February 25, 1975

October 1, 1975 June 1, 1977

November 20, 1990 February 19, 1991 March 1, 1996 April 18, 2001 May 17, 2002

October 9, 2003 November 3, 2005 October 13, 2010

November 20, 1990 October 9, 2003

November 3, 2005 September 29, 1972

November 29, 1973 February 27, 1974 March 16, 1982 February 27, 1974

June 1, 1977

Article 2

Article 3

Article 4

Article 5

Article 6

January 31, 1979 October 20, 1981 May 18, 1982 October 21, 1987 January 19, 1988 November 21, 1989 November 20, 1990 December 9, 1994 May 30, 1996 May 29, 1997 May 29, 1998 March 26, 1999 April 18, 2001 June 28, 2001 May 17, 2002 December 4, 2002 May 28, 2003 October 9, 2003 December 5, 2003 September 28, 2004 November 3, 2005 June 2, 2010 October 13, 2010 February 9, 2011 May 30, 2011 September 4, 2014 December 8, 2014

Article 7

Article 8

Article 9

Article 10

Article 11

Article 12

Article 13

June 1, 1977

February 2, 1978 November 20, 1990 March 26, 1999 May 17, 2002 December 4, 2002 November 3, 2005 October 13, 2010 June 1, 1977 November 22, 1988

November 22, 1988 November 21, 1989 November 20, 1990 May 17, 2002 May 30, 2011

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September 27, 1973 February 25, 1975

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October 21, 1987 November 20, 1990

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Article 14

Article 15

September 27, 1973 February 25, 1975 November 20, 1990 November 3, 2005

	Number of esponses of overlainte and	Committee understands its role and		members have the right mix of experience and		[5. Board/Committe e members' abilities and areas of expertise are being used appropriately and effectively.]	[6. The frequency of Board/Committe e meetings and the time scheduled for meetings are adequate.]	Board/Committe	e meetings are constructive, and	e members I respect the need for confidentiality at meetings.]	attention to	communicates with the Board/Committe e to keep it informed of all	[12. Senior Administration provides appropriate information in support of meeting agenda n and is responsiv to questions and issues raised by members.]	discussion for	e Chair is responsive and accessible to members, and takes time to engage with them.]	performance of the Board and its	PART I AVERAGE (Average per governance body) - horizontal	BoG/CtteeRanking 2022-23	Bo G/CtteeRanking 2021-22	BoG/CtteeRanking 2020-21
#	members	Averages	Averages	Averages	Averages	Averages	Averages	Averages	Averages	Averages	Averages	Averages	Averages	Averages	Averages	Averages	avg horizontal			
	OG 17/26)	4.706	4.588	4.235	4.529	4.059	4.529	4.471	4.235	4.647	4.353	4.294	4.588	5.000	4.867	4.529	4.509	8	9	9
	UDIT 1/5)	5.000	5.000	5.000	5.000	4.500	4.500	5.000	4.500	5.000	5.000	4.750	5.000	4.750	4.250	5.000	4.817	3	1	6
	PC 7/9)	4.714	4.714	4.857	4.571	4.857	4.714	4.571	4.714	4.857	4.429	4.714	4.714	4.714	4.714	4.714	4.705	6	8	10
	AMSR 5/7)	4.800	4.800	4.750	4.600	4.400	5.000	4.600	4.800	5.000	4.600	5.000	4.800	4.800	5.000	4.200	4.743	4	7	5
	XEC 5/10)	4.200	4.600	4.400	4.400	4.600	3.600	4.600	3.800	5.000	4.800	4.800	4.800	5.000	5.000	4.200	4.520	7	3	2
	NANCE 7/10)	4.714	4.571	4.286	4.143	4.143	4.571	4.571	4.714	4.714	4.143	4.143	3 4.143	5.000	4.857	4.429	4.476	9	6	4
	R 5/6)	5.000	4.800	5.000	5.000	4.800	5.000	5.000	5.000	5.000	4.800	5.000	5.000	5.000	5.000	5.000	4.960	1	2	3
	NVEST. 5/8)	4.500	4.333	4.500	4.500	4.167	4.667	4.500	4.167	4.667	4.333	4.500	4.500	4.333	4.500	4.167	4.422	12	5	7
	Committee 5/8)	4.800	4.800	4.600	4.600	4.600	5.000	5.000	4.800	5.000	5.000	5.000	4.800	4.750	4.750	4.800	4.820	2	11	1
	GE 5/8)	4.800	4.800	4.600	4.800	4.800	4.800	4.800	4.800	4.800	4.400	4.800	4.800	4.750	4.800	4.600	4.743	5	4	8
C	ustain. ommittee 3/10)	4.125	4.625	3.857	4.500	4.375	4.625	4.500	4.375	4.857	4.429	4.500	4.750	4.429	4.571	4.500	4.468	10	10	11
(DIC 10/13)	4.100	4.500	4.000	4.400	3.889	4.444	4.500	4.600	5.000	4.333	4.444	4.778	4.667	4.429	4.333	4.428	11	n/a	n/a
	vg per question vertical)	4.622	4.678	4.507	4.587	4.432	4.621	4.676	4.542	4.879	4.552	4.662	2 4.723	4.766	4.728	3 4.539				

GOVERNAN CE BODY	[1. I understand the mission of the University]	-	and areas of expertise are being used appropriately and	[4. I read background materials, prepare and dedicate the necessary time to participate effectively in Board and Committee meetings.]	[5. I contribute effectively to Board/Committee work by raising questions and participating in discussions.]	my overall knowledge of University operations, finance and risk	need for confidentiality on matters presented in Closed Session and in	orientation and ongoing education of	constructively with my fellow		[11. Overall, I am satisfied with my performance at Board/Committ ee meetings.]		BoG/CtteeRanking 2022-23	BoG/CtteeRanking 2021-22	BoG/CtteeRanking 2020-21
	Averages	Averages	Averages	Averages	Averages	Averages	Averages	Averages	Averages	Averages	Averages	Average Horizontal			
BOG (17/26)	4.647	4.647	4.000	4.588	4.176	4.118	4.824	4.118	4.353	4.588	4.353	4.401	10	8	8
AUDIT (4/5)	5.000	4.750	4.750	5.000	5.000	5.000	5.000	4.250	5.000	5.000	5.000	4.886	1	1	1
BPC (7/9)	4.714	4.857	4.571	4.571	4.286	4.286	5.000	4.571	4.714	5.000	4.286	4.623	5	6	10
CAMSR (5/7)	5.000	4.600	4.600	5.000	4.800	4.400	5.000	3.500	5.000	5.000	4.600	4.682	3	3	4
EXEC (5/10)	4.800	4.400	4.200	4.800	4.600	4.600	5.000	4.250	5.000	5.000	4.400	4.641	4	4	2
FINANCE (7/10)	4.429	4.571	4.429	4.429	4.143	4.571	4.857	4.000	4.143	4.714	4.143	4.403	9	5	6
HR (5/6)	4.400	4.400	4.400	4.400	4.200	5.000	4.400	4.250	4.400	4.400	4.400	4.423	8	2	3
INVEST. (6/8)	4.833	4.500	4.000	4.667	4.500	4.667	4.833	3.200	4.167	4.500	4.500	4.397	11	10	7
IT Committee (5/8)	4.600	4.400	4.600	4.800	4.400	4.400	5.000	4.200	4.400	4.400	4.600	4.527	6	11	5
NGE (5/8)	5.000	4.800	4.400	4.800	4.800	4.800	5.000	3.750	4.600	4.800	4.800	4.686	2	7	9
Sustain. Committee (8/10)	4.625	4.750	4.375	4.625	4.375	4.125	4.750	4.250	4.286	4.750	4.500	4.492	7	9	11
EDIC (10/13)	4.333	3.778	3.667	3.778	3.667	4.333	4.667	3.429	3.667	4.222	3.333	3.898	12	n/a	n/a
Avg per question (vertical)	4.732	4.607	4.393	4.698	4.480	4.542	4.879	4.031	4.551	4.741	4.507				