

**Minutes of Open Session**

Thursday, May 21, 2015 14-15 BR:05

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Minutes of a meeting of the Board of Governors held on Thursday, May 21, 2015, at 4:00 pm in room 301 of the James Administration Building, 845 Sherbrooke Street West, Montreal.

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**PRESENT:**

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| Ayukawa, Courtney                      | Haynes, Bryan (by phone) | <i>Resource Persons</i> |
| Bourque, Nathalie                      | Hobday, Tina             | Aberman, Susan          |
| Bresler, Yony                          | Johnson, Juliet          | Di Grappa, Michael      |
| Cobbett, Stuart ( <i>Chair</i> )       | Meighen, Michael A.      | Goldstein, Rose         |
| Coughlin, Peter                        | Minzberg, Samuel         | Masi, Anthony C.        |
| Critchley, Ronald                      | Panda, Ram               | Marcil, Olivier         |
| Fazel, Kathy                           | Price, Cynthia           | Weinstein, Marc         |
| Fortier, Suzanne                       | Shrier, Alvin            |                         |
| Fortino, Giuseppe                      | Turcotte, Martine        | Strople, Stephen        |
| Généreux, Claude ( <i>Vice-Chair</i> ) | Vandal, Thierry          | (Secretary-General)     |
| Halperin, Stephen (by phone)           | Zorychta, Edith          | Edyta Rogowska          |
| Harpp, David Noble                     |                          | (Associate Director)    |

**Invited Guests:** Professor Victoria Kaspi, Canada Research Chair in Observational Astrophysics; Mr. François Pouliot, Director, Procurement Services, Danielle Toccalino (PGSS), Kareem Ibrahim (SSMU); Nely Gaulea (MACES).

**Regrets:** Michael Boychuk, Gerald Butts, Amine Arezki, Zineb Fachar.

The Chair reconvened the meeting in Open session. He reminded visitors that tape, video or other means of recording sound or images were not permitted prior to, during or after a Board meeting.

The Chair acknowledged the upcoming terms ending of the following Board members: Amine Arezki, Courtney Ayukawa, Yony Bresler and Zineb Fachar. On behalf of the Board, he thanked them for their contribution to the Board and its Committees.

He then announced that Danielle Toccalino, incoming Secretary-General of the Postgraduate Students' Society (PGSS), Kareem Ibrahim, incoming President of the Students Society of McGill University (SSMU), Nely Gaulea, incoming representative of the McGill Association of Continuing Studies Students, and Josefina Zalba, incoming representative of the Macdonald Campus Students' Society would be starting their terms on the Board on June 1, 2015.

The Chair noted that this was the last meeting that Professor Anthony C. Masi was attending as Provost and, on behalf of the Board, he thanked him for his contributions and numerous years of service (Applause).

**10. Approval of Minutes (Open Session) of April 28, 2015 (Consent Item)**

*On a motion duly proposed and seconded, the open session minutes from the meeting held on April 28, 2015, were approved.*

**11. Business Arising from Open Session Minutes**

There was none.

**12. Principal's Remarks**

The Principal updated members on her recent meetings with Mr. Carlos Leitão, Minister of Finance and Mr. François Blais, Minister of Education, Higher Education and Research (Minister of Education). She stated that the meeting with the Minister of Finance allowed her to emphasize the importance of a strong and performing higher education system for Quebec's prosperity. The meeting with the Minister of Education, which was attended by Vice-Principal, Communications and External Relations, allowed to discuss changing the funding formula for universities. The University learned that the Minister was supportive of changing the funding formula for universities and was looking to work with universities on a proposal in this regard.

The Principal updated members on the Federal Budget, which had been tabled on April 21, 2015. She noted that the budget contained several elements supporting university-level research such as:

- \$1.33 billion over six years in research infrastructure through the Canada Foundation for Innovation (CFI)
- \$105 million over five years to CANARIE, Canada's high-speed research and education network;
- an additional \$46 million per year for four years to the three granting councils, starting in 2016-17.

She conveyed to the Board the research community's disappointment that the budget did not include funding for discovery research. As Principal, she noted that the budget would help McGill maintain its place as one of the highest-ranking research-intensive universities in North America.

The Principal spoke about an event hosted by Canada's Minister of Health, which had been organized to present awards to McGill researchers in recognition of their contributions to health research. McGill professors honored at the event included Profs. Nahum Sonenberg (Wolf Prize); Alan Evans (Margolese National Brain Disorders Prize); Brigitte Kieffer (L'Oreal-UNESCO for Women in Science Award) and Brenda Milner (Kavli Prize and the Dan David Prize).

The Principal appraised members of her priorities, which centered on a vision to create a more open, connected and purposeful McGill. She reminded members that three of the priorities (relating to Student Life and Learning, Research and Community Engagement) focused on McGill's academic mission while the two others (relating to Work Culture and Transforming McGill's Physical and Virtual Campus) were connected to supporting the overall mission. She

invited members to review progress made on these priorities by consulting the website: <https://www.mcgill.ca/principal/five-priorities>.

The Principal concluded her remarks with examples of members of the McGill community whose achievements had been recognized by the community at-large. Namely, she congratulated Chancellor Michael A. Meighen for receiving the Top Salmon Conservation Award in recognition of his contributions to conserving, restoring and protecting Atlantic salmon (Applause). She also announced that six students from different faculties had received the Lieutenant Governor of Quebec award in recognition of their voluntary action at the community and social levels. Lastly, she noted that the 2015 McGill Dobson Cup Start-up Competition had recognized several start-up projects and shared with members details of projects developed by the top three McGill winners. The first prize winner had developed an integrated sanitation and power solution for rural India; the second prize winner created a backpack that channels the energy of the sun, and the third place winner founded a recruitment agency that connects shelters, transitions homeless individuals and potential employers.

### **13. Faculty Presentation**

The Chair introduced Professor Victoria Kaspi, Canada Research Chair Observational Astrophysics, and invited her to speak to the Board about her research activities. Professor Kaspi delivered a presentation focusing on her research on neutron stars. She explained that neutron stars form when a star explodes. She described her research activities which include using the largest and most powerful radio and X-ray telescopes in the world to study the physical behavior of neutron stars in to understand how their formation and behavior.

In discussion, Professor Kaspi informed members that McGill is one of the most important universities in the world where research on neutron stars is conducted. She spoke about McGill's connection to *Calcul Quebec*, an umbrella organization composed of Québec Universities brought together by advanced research computing, which provided a successful platform for her research activities. In response to a question about long-term challenges, Professor Kaspi mentioned that a general challenge for science was dealing with certain social movements and attitudes that question its validity and usefulness.

### **14. Declaration of Compliance to Quebec Treasury Board Pursuant to Loi 65.1** [GD14-44]

Vice-Principal Di Grappa introduced Mr. François Pouliot, Director of Procurement Services, who was present to address questions from the Board regarding this item.

The Vice-Principal explained that the declaration was being presented for approval following the Board's delegation of authority to him to provide authorizations under the Act respecting contracting by public bodies. He stated that annual declarations of compliance with the Act were submitted to the Treasury Board Secretariat before June 30. He reported that McGill would be declaring 82 authorizations for the period April 1, 2014 to March 31, 2015. He finished by

explaining that the Act aimed at ensuring accountability for the use of public funds through reporting.

The Vice-Principal also reminded members of the Board's decision to grant him authority for project-specific funding required to produce accurate plans and cost estimates prior to the presentation of projects to the Building and Property Committee for consideration.

*On a motion duly proposed and seconded, the Board of Governors, on the recommendation of the Vice-Principal (Administration and Finance), approved 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;*

*The Board of Governors also authorized the Vice-Principal (Administration and Finance) to sign Annex 3, and any related documents, on behalf of the Board of Governors.*

## **14. Board Committee Reports**

### **14.1 Audit Committee Report**

[GD14-42]

Vice-Principal Di Grappa presented the report of the Audit Committee on behalf of Governor Michael Boychuk, Chair of the Audit Committee. The report contained a summary of informational items considered by the Audit Committee at its meeting of May 15, 2015.

In response to a question related to internal audits, Vice-Principal Di Grappa stated that internal audits of various administrative units and faculties were performed on a regular basis according to a rotation cycle established by the Internal Audit unit, in consultation with the Audit Committee.

### **14.2 Nominating, Governance and Ethics (NGE) Committee**

[GD14-41]

Governor Samuel Minzberg, Chair of the Nominating, Governance and Ethics Committee, presented recommendations of the NGE Committee concerning assignments of student members to Board Committees. In addition, he informed the Board of Governor Gerald Butts' temporary leave of absence from Board duties, and subsequently presented a recommendation to appoint the Board Chair as the Interim Chair of the Committee to Advise on Matters of Social Responsibility. Lastly, he reviewed with the Board proposed recommendations to internal and external non-Board bodies, which were approved as noted below.

#### **14.1.1 Appointments to Board Standing Committees and Internal and External Non-Board Bodies**

*On a motion duly proposed and seconded, the Board of Governors, on the recommendation of the Nominating, Governance and Ethics Committee, approved the following:*

- *The appointment of **Mr. Stuart (Kip) Cobbett** as Interim Chair of the Committee to Advise on Matters of Social Responsibility, for a term starting immediately and ending following the end of Gerald Butts leave of absence;*
- *The appointment of **Ms. Danielle Toccalino (PGSS)** as a member of the Executive Committee and the Finance Committee for a one-year term starting June 1<sup>st</sup>, 2015 and ending May 31, 2016;*
- *The appointment of **Mr. Kareem Ibrahim (SSMU)** as a member of the Committee to Advise on Matters of Social Responsibility (CAMSR) for a one-year term starting June 1<sup>st</sup>, 2015 and ending May 31, 2016;*
- *The appointment of **Ms. Josefina Zalba (MCSS)** as a member of the Building and Property Committee for a one-year term starting June 1, 2015 and ending May 31, 2016;*
- *The appointment of **Ms. Nely Gaulea (MACES)** as a member of the Nominating, Governance and Ethics Committee, for a one-year term starting June 1, 2015 and ending May 31, 2016.*
- *The reappointment of **Ms. Cynthia Price** as a representative of the Board of Governors on Senate, for a term starting September 1, 2015 and ending December 31, 2016, to coincide with the end of her term on the Board of Governors;*
- *The appointment of **Ms. Tina Hobday** as a member of the Board of Governors on the Advisory Committee for the Principal's Award for Administrative and Support Staff, for a three-year term starting immediately and ending December 31, 2018, to coincide with the end of her term on the Board of Governors;*
- *The appointment of **Ms. Lili de Grandpré** as a representative of the Board of Governors on the Joint Board Senate Committee on Equity for a three-year term starting September 1<sup>st</sup>, 2015 and ending August 31, 2018;*
- *The appointment of **Mr. Ram Panda** as a representative of McGill University on the Board of Directors of Aligo and MSBiV, for a two-year term starting immediately and ending May 31, 2017;*

- *The appointment of Ms. Cecil Rabinovitch as a representative of the Board of Governors on the McCord Board of Directors and Corporation, for a three-year term starting July 1<sup>st</sup>, 2015 and ending June 30, 2018;*
- *The reappointment of Me Michael Goldbloom as co-chair of the Board of Trustees of the McGill Institute for the Study of Canada, for a two year term starting September 1, 2015 and ending August 31, 2017.*

### **14.3 CAMSR**

[GD14-43]

The Chair presented this report on behalf of Governor Gerald Butts, Chair, Committee to Advise on Matters of Social Responsibility. He apprised the Board of CAMSR's ongoing review of a submission calling for divestment from the fossil fuel industry. He noted that the submission was well-researched and presented arguments in support of divestment. The Chair explained that the Committee was taking due consideration of the submission, and establishing a process that would involve consultations and the possible involvement of an expert panel that would be established by the Royal Society of Canada.

In response to a question relating to the potential mandate of the Royal Society of Canada, the Secretary-General informed members that the Royal Society's role would be to establish an expert panel that would assess the state of the natural, applied and social sciences and examine a variety of questions and options that universities may consider in order to support or lead the transformation of energy systems towards sustainability.

### **16. Report from Senate**

[GD14-45]

The Principal presented the Report from Senate from a meeting held on May 12<sup>th</sup>, 2015. She summarized for the Board the main elements of the Report, and stated that following a review of the 2014-15 Report on Employment Equity, Senators agreed to hold an open discussion on that topic at a future meeting.

### **17. Board of Governors Meeting Dates 2015-16**

[GD14-46]

The Secretary-General presented the schedule of meeting dates for the 2015-16 session of the Board of Governors.

### **18. Other Business**

#### **18.1 Electronic Records Retention**

[GD14-48]

Further to the Board's approval of an electronic records retention initiative at the April 28, 2015 meeting, the Provost presented a supplemental recommendation to approve the adoption of the born-digital record as the official record of McGill University.

*On a motion duly proposed and seconded, the Board of Governors, on the recommendation of the Provost, approved the adoption of the born-digital record as the official record of McGill University.*

The meeting was adjourned at 6:05 p.m.

## **SUMMARY OF MATTERS CONSIDERED IN CLOSED SESSION OF THE BOARD OF GOVERNORS HELD ON MAY 21, 2015**

### **1. Update on Borrowing for Deferred Maintenance**

The Board was reminded of the Executive Committee's approval of February 26, 2015, which had authorized the University to borrow or issue debt up to \$400 million to be repaid over the course of a period not to exceed forty years, in support of capital expenditures, subject to the approval of a financing mechanism, the whole subject to approval of the appropriate regulatory authorities at the Quebec Government. Members were informed that the University had received a letter from the *Conseil du Trésor* confirming that McGill be re-imbursed to a maximum of \$4 million should the project not proceed.

### **2. Recommendations from Decanal Advisory Committees [GD14-38 & GD14-47]**

The Principal presented two recommendations arising from decanal advisory committees, which had been subsequently approved by the Board of Governors.

#### **2.1 Appointment of Dean, Graduate and Postdoctoral Studies**

*On a motion duly proposed and seconded, the Board of Governors, on the recommendation of the Principal, approved the appointment of Dr. Josephine Nalbantoglu as Dean of Graduate and Post-Doctoral Studies of McGill University for a term of five years, renewable, beginning July 1, 2015 and ending June 30, 2020.*

#### **2.2 Appointment of Dean, Faculty of Science**

*On a motion duly proposed and seconded, the Board of Governors, on the recommendation of the Principal, approved the appointment of Professor Bruce Lennox as Dean of the Faculty of Science of McGill University for a five-year term, renewable, beginning 1 July 2015 and ending 30 June 2020.*

### **3. Proposals for Naming/Renaming of University Assets [GD14-39]**

The Board of Governors, on the recommendation of the Principal, approved the naming of the Yan P. Lin Centre for the Study of Freedom and Global Orders in the Ancient and Modern Worlds, subject to Senate and the Board of Governors approving the creation of the centre at a later date. The Board also approved the renaming of the Arnold and Blema Steinberg Medical Simulation Centre to the Steinberg Centre for Simulation and Interactive Learning.

**4. Report on New Appointments, Promotions and Tenure**

[GD14-40]

The Board of Governors approved recommendations for the appointment of two new academic staff in the Schulich School of Music, one new promotion to the rank of Associate Librarian with tenure, the granting of tenure to six academic staff and the promotion to the rank of Association Professor with tenure to 43 academic staff, effective June 1, 2015.