



Minutes of Open Session

Tuesday, December 2, 2014 14-15 BR:02

Minutes of a meeting of the Board of Governors held on Tuesday, December 2, 2014 at 4:00 pm in room 301 of the James Administration Building, 845 Sherbrooke Street West, Montreal.

PRESENT:

Arezki, Amine

Ayukawa, Courtney

Boychuk, Michael

Bourque, Nathalie

Butts, Gerald (*by phone*)

Cobbett, Stuart (*Chair*)

Coughlin, Peter

Critchley, Ronald

Fachar, Zineb

Fazel, Kathy

Fortier, Suzanne

Généreux, Claude (*Vice-Chair*)

Harpp, David Noble

Haynes, Bryan

Hobday, Tina

Johnson, Juliet

Kalant, David

Meighen, Michael A. (*Chancellor*)

Panda, Ram

Pinto, Juan

Price, Cynthia

Shrier, Alvin

Zorychta, Edith

Resource Persons

Aberman, Susan

Di Grappa, Michael

Goldstein, Rose

Marcil, Olivier

Masi, Anthony C.

Weinstein, Marc

Strople, Stephen

(Secretary-General)

Edyta Rogowska

(Associate Director)

Regrets: Stephen Halperin, Samuel Minzberg, Martine Turcotte, Thierry Vandal.

Guests: Rose Goldstein, Vice-Principal, Research and International Relations.

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 introduced Ms. Nathalie Bourque (MBA, McGill) as a new member of the Board of Governors. He also indicated that Governor David Kalant was attending his last meeting as a Governor as his term on the Board was ending December 31, 2014. He thanked Governor Kalant for all of his contributions and indicated that he would be succeeded by Mr. Giuseppe Fortino, who would be starting his three-year term as a representative of the administrative and support staff on January 1, 2015. The Chair then congratulated Professor David Harpp on his re-election as a representative of Senate on the Board for a further three-year term starting January 1, 2015.

11. Approval of the Meeting Minutes (Open Session) of October 2, 2014

On a motion duly proposed and seconded, the open session minutes from the meeting held on October 2, 2014, were approved.

12. Principal's Remarks (Continued)

The Principal announced that the Board of Governors had approved the appointment of the next Provost during its closed session meeting held earlier that day. She stated that an announcement confirming the appointment would be issued to the McGill community later that evening.

The Principal spoke about Bill 10, which deals with the organization and governance of the health and social services network. She reported that representatives of McGill recently appeared before a Parliamentary Commission to propose amendments to the bill that would serve to better protect the teaching and research missions of university teaching hospitals, and strengthen the role of universities in the governance of these institutions. She noted that discussions on this file would continue.

The Principal described her participation in *Je vois Montréal*, an event organized to re-invigorate Montreal and its economy. In relation to this event, the Principal explained that McGill was leading two initiatives: CRIEM (Centre for Interdisciplinary Research on Montreal), McGill's research hub dedicated to the study of Montreal, which was seeking funding and partnerships for their inter-university initiative; and an initiative entitled *Passion des sciences au cœur du Quartier de l'innovation*, which aims to enrich science education in several Montreal neighbourhoods.

The Principal reported that for the tenth year in a row, McLean's had ranked McGill as the top university in Canada among institutions offering medical-doctoral programs. The medical-doctoral category included 15 Canadian universities with medical schools and a broad range of PhD programs.

The Principal briefed members on her recent trip to Hong Kong, which focused on connecting with alumni and advancing recruitment efforts.

The Principal updated members on her priorities, which she had initially shared with the Board last March. She stated that since establishing her priorities, she and her team had been working in consultation with the community to establish concrete projects with short and long term goals. She invited the Board to review the projects, noting that a link to their location would be sent to members by the Secretariat.

The Principal congratulated various members of the McGill community who had been recently recognized for their achievements. Notably, she acknowledged Joanna Klimczak (Desautels Faculty of Management) and Benjamin Mappin-Kasirer (Faculty of Medicine), recipients of the prestigious Rhodes Scholarship. She also mentioned Professor Bartha Maria Knoppers (Director, Centre of Genomics and Policy, Faculty of Medicine), for being recognized as a Great Montrealer by the Montreal Board of Trade. The Principal also mentioned Professor Michael Meany (Faculty of Medicine), who had been awarded the Prix du Québec Wilder-Penfield prize for his achievements in the biology of child development, and Professor Paul Lasko (Faculty of Science), who had been awarded the Prix du Québec's Armand-Frappier prize for his work on developmental biology. The Principal then mentioned that Professor Nico Trocmé, Director of the School of Social Work, was recently awarded the \$50,000 Impact

Connection Award by the Social Sciences and Humanities Research Council for his 25 years as a leading advocate in the area of social work. She then mentioned that Mr. Marc Weinstein, Vice-Principal, University Advancement, was the recipient of a 2014 Excellence in Philanthropy award in the category of “Outstanding Philanthropic Career” by the Quebec Association of Fund Raising Professionals. Lastly, the Principal announced that “Busty and the Bass”, a student-led collective of musicians, had won CBC’s Rock Your Campus 2014 prize.

13. Board Committee Reports

13.1 Finance Committee: Budget Planning 2015-16 Report 1

[GD14-19]

The Chair presented the report of the Finance Committee, arising from the Committee’s meeting of December 1st, on behalf of Governor Thierry Vandal, Chair of the Finance Committee. The report contained a recommendation to approve the authorization of signing officers in relation to the maximum borrowing resolution that had been approved by the Board in April 2014. It was noted that authorizing signing officer would facilitate the execution of credit agreements with the Royal Bank of Canada (RBC).

The Board of Governors approved the RBC resolution, which was contained as Appendix A of the report of the Finance Committee.

The Chair stated that the Finance Committee and the Building and Property Committee were working on developing a plan for addressing deferred maintenance challenges. He thanked Vice-Principal Di Grappa and his team for all of their work on this file.

The Chair invited Professor Anthony C. Masi, Provost, to present a progress report on the development of the 2016 budget.

The Provost stated that the budget was being developed in alignment with the University’s strategic priorities, which included attracting and retaining academic talent, continuing professorial recruitment, enhancing research quality and productivity, implementing the University’s strategic enrolment plan, encouraging the Principal’s “Proposed Vision and Priorities”, and supporting the goals and objectives of Faculties and administrative units.

The Provost underlined that budget risks stemmed mainly from uncertain provincial government funding, which continued to decrease. He also noted that enrolment had been below established targets in 2014. The Provost explained that in FY2016 and beyond, the University planned little or no growth in enrolment given current capacity issues, the desire to ensure high quality teaching, research and learning environments, and additional resources required to support a larger student population. He reported that tuition fees also remained uncertain as the Quebec government was considering deregulating international student fees.

Members discussed the impact enrolment has had on University revenues. Members were told that enrolment objectives would be the focus of the Board's upcoming retreat, to be held in February.

13.2 Nominating, Governance and Ethics Committee

[GD14-20]

The Chair presented a report of the Nominating, Governance and Ethics Committee on behalf of Governor Samuel Minzberg, Chair, Nominating, Governance and Ethics Committee. The report contained a series of recommendations concerning appointments to Board standing Committees, and health care bodies, all of which were approved by the Board as noted below.

13.2.1 Appointments to Board Standing Committees

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

- *The re-appointment of Professor David Harpp as a member of the Building and Property Committee and the Executive Committee, both for three-year terms starting January 1, 2015 and ending December 31, 2017;*
- *The appointment of Mr. Giuseppe Fortino as a member of the Building and Property Committee and the Committee to Advise on Matters of Social Responsibility, both for three-year terms starting January 1, 2015 and ending December 31, 2017;*
- *The re-appointment of Mr. Claude Généreux as a member of the Human Resources Committee for a three-year term starting January 1, 2015 and ending December 31, 2017.*

13.2.2. Appointments to Health Care Bodies (MNI Advisory Board and MUHC Foundation Board)

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

- *The re-appointment of Dr. H. Arnold Steinberg as a representative of McGill University on the Montreal Neurological (MNI) Advisory Board, for a three-year term starting January 1, 2015 and ending December 31, 2017;*
- *The re-appointment of Mr. Lawrence Tanenbaum as a representative of McGill University on the Montreal Neurological (MNI) Advisory Board, for a four-year term starting January 1, 2015 and ending December 31, 2018;*

- *The appointment of Ms. Lili de Grandpré as a representative of McGill University on the Montreal Neurological (MNI) Advisory Board for a two-year term starting January 1, 2015 and ending December 31, 2016;*
- *The re-appointment of Mr. Marc Weinstein and Dr. Richard Cruess as representatives of McGill University on the McGill University Health Centre Foundation – Board of Directors, both for three-year terms starting January 1, 2015 and ending December 31, 2017.*

13.3 Committee to Advise on Matters of Social Responsibility [GD14-21]

Governor Gerald Butts, Chair, Committee to Advise on Matters of Social Responsibility (CAMSR), presented a report arising from the Committee's meeting of October 30. The report contained a summary of the Committee's decision to conduct a study on the range of socially responsible investment practices, which involved submitting a proposal for funding to the Sustainability Projects Fund (SPF) working group. He explained that funding from the SPF would enable the Committee to hire an individual or a firm to conduct the study and to present a report on its outcomes to CAMSR and to the Board later this governance year. Governor Butts described CAMSR's new mandate, indicating the Committee had a more proactive role with regard to advising the Board on matters of social responsibility in the area of investments.

In discussion, members were informed that the Sustainability Projects Fund was an initiative jointly funded by students and the administration, which intended to increase sustainability on campus. With regard to the proposed study, members were told that the results of the study could be useful in informing the creation of guidelines and principles in the area of socially responsible investment practices that could be applicable to the McGill context.

13.4 Executive Committee: Part II [GD14-22]

The Chair presented part two of the report of the Executive Committee of the Board of Governors, which contained a summary of matters considered by the Committee at its October 28 meeting. He highlighted for members the Executive Committee's decision to approve, on the recommendation of the Investment Committee, an income distribution rate of 4.25% to the three-year rolling average of the McGill Investment Pool market value determined at April 30, 2012, April 30, 2013 and April 30, 2014, and to add 0.25% to the distribution rate, for fiscal years 2016, 2017 and 2018, to be determined annually.

14. Report from Senate

[GD14-23]

The Principal presented a report from Senate, which contained a recommendation to approve amendments to the University Statutes pertaining to the composition of Senate, as well as a recommendation to implement revisions intended to further clarify certain provisions in the Regulations on Sabbatic Leaves for Tenure Track and Tenured Academic Staff and the Regulations on Leaves of Absence for Tenure Track and Tenured Academic Staff.

Members discussed Senate's ability to function effectively at a size of 107 members. Members were told that the question of size was a priority for the Ad hoc Committee on the Composition of Senate. Based on the recommendation of the Ad hoc Committee, it was noted that a size of 107 ensured representation from all respective units and faculties on Senate.

14.1 Items for Approval: Proposed Amendments to University Statutes and Proposed Revisions to Academic Regulations

On a motion duly proposed and seconded, the Board of Governors, on the recommendation of Senate, approved the proposed revisions to section 6.1 of the University Statutes as noted in Appendix A of the Report from Senate.

On a motion duly proposed and seconded, the Board of Governors, on the recommendation of Senate, approved the proposed changes to the Regulations on Sabbatic Leaves for Tenure Track and Tenured Academic Staff and the Regulations on Leaves of Absence for Tenure Track and Tenured Academic Staff, as noted in Appendix B and C of the Report from Senate.

15. Report of the Joint Board-Senate Meeting of November 4, 2014

[GD14-24]

Dr. Rose Goldstein, Vice-Principal, Research and International Relations, presented a report arising from the joint Board-Senate meeting of November 4, 2014. She summarized the main points of the report, indicating that an action plan arising from the discussions held at the joint meeting would be presented to the Board in January.

16. Other Business

The meeting was adjourned at 6:15 p.m.

SUMMARY OF MATTERS CONSIDERED IN CLOSED SESSION OF THE BOARD OF GOVERNORS HELD ON DECEMBER 2, 2014

1. Appointment of Member-at-Large - Recommendation of Nominating, Governance and Ethics Committee

The Board of Governors approved the recommendation of the Nominating, Governance and Ethics Committee to appoint Ms. Nathalie Bourque as a member-at-large, for a five-year term effective December 2, 2014.

2. Royal Victoria Hospital Redevelopment Feasibility Study- Recommendation of the Building and Property Committee

The Board of Governors approved a recommendation of the Building and Property Committee to proceed to the next phase of the Royal Victoria Redevelopment project, which includes conducting a feasibility study of the RVH site.

3. Recommendation from Advisory Committee: Proposed Appointment of Provost

The Board of Governors approved the appointment of Professor Christopher Manfredi as Provost and Vice-Principal, Academic, for a five-year term, renewable, beginning July 1, 2015.

4. Report of the Executive Committee

The Board of Governors received a report of the Executive Committee, which contained a summary of a matter considered by the Committee at its meeting of October 28, 2014.

5. Report on New Promotions with Tenure

The Board of Governors approved recommendations concerning the promotion of academic staff to the rank of full professor effective December 1, 2014.