



Minutes of Open Session

Thursday, December 14, 2023 23-24 BR:02

Minutes of a meeting of the Board of Governors held on Thursday, December 14, 2023 at 4:00 p.m. at Room 301 of the James Administration Building, and via the Zoom Conferencing Application.

Present:

Ashkir, Alexandre	Hakim, Joseph	Prando, Diletta
Bajaj, Arun	Headon, Fred	Rohrbach, Petra
Bertrand, Maryse (Chair)	Jabalpurwala, Inez	Rosenberg, Amanda
David, Gregory	Matuszewski, Pierre (Vice-Chair)	Saini, Deep (President)
Deckelbaum, Ariel	McCall MacBain, John	Sakhia, Samira
Desnoyers, Alan	Panda, Ram	Sigler, Jonathan
D'Iorio, Luciano	Paul, Maarika (Vice-Chair)	Tumulu, Satish Kamar
Gilbert, Lucy	Piggott, Adrienne	Zorychta, Edith
Greenwood, Celia		

Regrets: Bob Babinski, Vaishnavi Parey.

Secretary-General: Edyta Rogowska, supported by Pietro Mastromatteo (Associate Director) and Emily Barriere (Governance Officer), Secretariat.

Resource Persons: Ms. Diana Dutton, Interim Vice-President (Administration and Finance); Professor Christopher Manfredi, Provost and Vice-President (Academic).

Guests: Professor Martha Crago, Vice-President, Research and Innovation, attended for agenda item 13 “Report from Senate”; Ms. Cynthia Price Verreault, Chair of CSSR, Ms. Sophie Leblanc, Chief Investment Officer, and Mr. Francois Miller, Executive Director, Office of Sustainability, attended for item 14.1 “Report of the Committee on Sustainability and Social Responsibility” and Professor Lisa Shapiro, Dean of the Faculty of Arts attended for item 15 “Presentation: Faculty of Arts”).

9. Chair’s Remarks

Governor Maryse Bertrand, Chair of the Board of Governors, welcomed members to the second regular meeting of the Board of Governors for the 2023 – 2024 governance year.

10. Consent Items

On a motion duly proposed and seconded, the Board of Governors approved the following as consent items:

10.1 *Minutes (Open Session) of October 5, 2023*

10.2 *Report of the Nominating, Governance and Ethics Committee* [GD23-25]

The following items were received by the Board of Governors, as consent items, for information:

10.3 Report of the Executive Committee	[GD23-26]
10.4 Report of the Joint Board Senate	[GD23-27]
10.5 Annual Report of the Committee on Staff Grievances and Disciplinary Procedures	[GD23-28]

11. Business Arising from Open Session Minutes

There was none.

12. President’s Remarks (Continued)

Professor Deep Saini, President and Vice-Chancellor, began his remarks with an update about government relations, informing members that the government of Quebec had announced its new tuition measures earlier that day. He noted that the measures included a new objective for anglophone universities to have at least 80% of students from outside the province reach a level 6 (intermediate) proficiency in French by the time they graduate, beginning in Fall 2025. He added that tuition fees for Canadian students outside the province would be \$12,000 for the 2024 academic year, a slight improvement from the \$17,000 that was originally proposed. The President asserted that these policies were not only detrimental to McGill and other Anglophone universities in Quebec, but also to French universities in Quebec and to the provincial economy. He stated that, while McGill supported the government’s objective to promote and protect the French language, the government’s target for French proficiency amongst McGill graduates was unrealistic and would likely dissuade potential applicants. He added that a decline in international student enrolment would be unavoidable with these government measures and that the financial impact on McGill would likely exceed the \$94 million that the University previously estimated. The President informed members that, going forward, the University would take every opportunity to insist that the government of Quebec re-consider these new measures. He stated that he had attended the UK & Europe Regional Advisory Board meeting in London earlier in the week and noted that McGill’s global alumni community was concerned and supportive of the University.

The President noted that McGill had hosted an advocacy day in Ottawa on November 22, where the Vice-President, Research and Innovation and the Vice-President (Health Affairs) and Dean of the Faculty of Medicine and Health Sciences met with key stakeholders and took the opportunity to reiterate McGill’s federal science and research priorities. He noted that McGill had also hosted a reception for parliamentarians, co-sponsored by Minister Marc Miller and Senator Rosa Galvez, who delivered speeches about the importance of federal support to McGill and Canadian institutions of higher learning.

With regard to government relations, the President spoke briefly about the Universities Canada Board of Directors Meeting held in November, noting that he had been serving as the Chair of the Board since October. He highlighted some key issues that were raised at the meeting, including investment in graduate and post-graduate research funding,

investment in research and innovation, the role of Universities in easing pressures in housing markets across the country and addressing climate change and sustainability, providing resources to enhance mental health supports for students, and Universities Canada's pre-budget advocacy.

In terms of rankings, the President noted that McGill had been ranked 31st out of more than 1,000 universities worldwide in the Times Higher Education graduate employability ranking. In addition, he noted that McGill had performed very well in the new QS Sustainability Ranking, ranking 13th in the world out of almost 1,500 institutions, and 5th in the Americas out of 342 institutions. He asserted that this was quite significant since, as of that year, sustainability performance would be taken into account in the global QS World University Rankings.

The President offered select kudos, beginning with the architects of our New Vic Project, who had earned a Canadian Architectural Award of Excellence for their design. He commended sixteen McGill researchers who had been included on the Highly Cited Researchers list, published by Clarivate, noting that this meant that they had ranked in the top 1% worldwide for their fields and publications in the Web of Science index. He congratulated Anne Xuan-Lan Nguyen, a recent McGill Medicine graduate who was among only eleven students from across the country to be awarded a prestigious Rhodes Scholarship in 2023. The President noted that the number of McGill Rhodes Scholars named since the awards were created in 1902 was now at 148, the most in the country.

To conclude his remarks, the President informed members that the University was close to reaching its fundraising goal for the year's McGill-Centraide campaign, co-chaired by Professor Martha Crago, Vice-President, Research and Innovation, and Professor Anja Geitmann, Dean of the Faculty of Agricultural and Environmental Sciences. He noted that McGill had raised \$350,000 so far towards its \$425,000 goal and thanked Board members who had already donated.

13. Report from Senate

[GD23-29]

Professor Deep Saini, President and Vice-Chancellor, presented the Senate Report from its meeting of December 6, 2023, noting that there was one item for approval.

13.1 Proposed Policy on Research Entities

The President, assisted by Professor Martha Crago, Vice-President, Research and Innovation, presented a recommendation from Senate for the Board to approve the repeal of the Policy on Research Centres, and to approve the proposed Policy on Research Ethics.

Vice-President Crago noted that the new policy was the result of a significant revision of the Policy on Research Centres, which was approved in 1994 and last reviewed in 2013.

She noted that the last review had commenced in 2019, and that notable updates were made to meet the evolving needs for oversight of research entities and to reflect name changes.

The Board approved the following motion:

On a motion duly proposed and seconded, the Board of Governors, on the recommendation of Senate, approved the repeal of the Policy on Research Centres.

The Board of Governors, on the recommendation of Senate, also approved the proposed Policy on Research Entities, as presented.

14. Board Committee Reports: Part II

14.1 Report of the Committee on Sustainability and Social Responsibility [GD23-30]

Governor Emerita Cynthia Price Verreault, Chair of the Committee on Sustainability and Social Responsibility (CSSR), assisted by Ms. Sophie Leblanc, Chief Investment Officer, and Mr. Francois Miller, Executive Director, Office of Sustainability, presented the Report of the CSSR arising from the Committee meeting of November 23, 2023, noting that there were two items for approval.

14.1.1 Report to the Board of Governors on Review of SRI Practices

Governor Emerita Price Verreault presented, for approval, recommendations following the CSSR's review of McGill's SRI practices.

Governor Price Verreault stated that the Committee was confident, based on the work done, that the recommendations provided a strategy that would both support the investment policy objective to secure a dependable source of income for future beneficiaries, and take bold and challenging action with regard to the climate crisis. She noted that the recommendations built on the 2019 SRI recommendations and continued the ongoing decarbonization efforts and expanded on the previous recommendations to include a strategy for divestment.

Ms. Leblanc noted that the 2023 recommendations also expanded into other areas of focus, including sustainable investment and ESG engagement. She noted that the goal of maintaining the portfolio at 33% less carbon-intensive was very ambitious, as was the choice to divest from scope 3 emissions.

The Chair of the Board and the Chancellor both thanked the Chair of the CSSR, the Committee, and Ms. Leblanc for their work on the SRI review and recommendations.

In response to a question about whether the review period could be shortened to four years instead of five, the Chair of the Board agreed that SRI was a dynamic, evolving field but noted that the review process involved a lot of work, and so the Committee is recommending a review on a five-year basis. The Chair of the CSSR added that the Board of Governors could always accelerate the process, if needed, and reminded the Board that the CSSR, the Investment Committee and the Board will continue to receive on an annual basis a report on the SRI commitments.

Following the presentation, the Board approved the recommendation, as presented below.

On a motion duly proposed and seconded, the Board of Governors, on the recommendation of the Committee on Sustainability and Social Responsibility, approved the proposed 2023 commitments, described in Appendix A, for implementation by the University administration and the Investment Committee of the Board of Governors.

14.1.2 Proposed Revisions to the Sustainability Policy

Governor Emerita Price Verreault presented, for approval, a recommendation to approve proposed revisions to the Sustainability Policy.

Governor Emerita Price Verreault noted that the revisions were minor, but necessary to reflect the introduction of McGill's Climate and Sustainability Strategy in 2020 and to reinforce the sustainability considerations contained in McGill's Strategic Academic Plan. She stated that the revisions would also contribute positively to McGill's STARS sustainability rating. She added that same recommendation was reviewed and approved by Senate at its meeting of December 6, 2023.

Following the presentation, the Board approved the recommendation, as presented below.

On a motion duly proposed and seconded, the Board of Governors, on the recommendation of the Committee on Sustainability and Social Responsibility, approved the proposed revisions to the Sustainability Policy, as presented in Appendix B.

14.2 Report of the Finance and Infrastructure Committee

[GD23-31]

Governor Pierre Matuszewski, Chair, Finance and Infrastructure Committee, presented the Report of the Finance and Infrastructure Committee arising from its meeting of November 30, 2023, for approval, noting there was one item for approval.

14.2.1 Proposed Revisions to the Procurement Policy

Governor Pierre Matuszewski presented a recommendation from the Finance and Infrastructure Committee that the Board approve the proposed Revisions to the Procurement Policy.

Governor Matuszewski noted that the proposed revisions to the Procurement Policy, which was initially approved by the Board in April 2013 and amended in April 2018, were needed to address updated legislation, findings in annual reports produced by the Government of Quebec, to incorporate clarifications provided by the Treasury Board Secretariat, and to meet certain strategic considerations. He added that it was also is also proposed to change the name of the Policy to “Sustainable Procurement Policy” to reflect McGill’s commitment to a competition-based sustainable procurement model.

Following the presentation, the Board approved the recommendation, as presented below.

On a motion duly proposed and seconded, Board of Governors, on the recommendation of the Finance and Infrastructure Committee, approved the proposed revisions to the Procurement Policy under the policy’s new title, Sustainable Procurement Policy, as presented.

14.2.2 FY2025 Budget Planning Report I

Professor Christopher Manfredi, Provost and Vice-President (Academic), assisted by Dr. Richard Martin, Executive Director, Analysis, Planning and Budget presented the first of three presentations for the budget planning exercise for FY2025.

Professor Manfredi noted that, with respect to the current year, it had been difficult work to try to reach the budget that the Board approved but stated that the measures deployed had shown some success. He stated that the latest report reflected a deficit of \$17M, which was a significant improvement, and that efforts would be continued to reach a balanced budget. He informed members that the University had been able to use some philanthropic funds to address unit needs, and that additional measures would be added to that end. Professor Manfredi noted that it was difficult to foreshadow how the University would prepare the next budget since there was still a lot of uncertainty, notably surrounding a potential loss of students, which would not be confirmed until after the acceptance and enrolment dates. He stated that he had informed deans that the University expected to reduce expenditures by \$75M and build a \$90M contingency, though this would take a tremendous amount of effort.

Governor Matuszewski commended Professor Manfredi for this disciplined approach to the budget and noted that there was a long journey ahead.

In response to a question about how deferred maintenance factored in the budget, Professor Manfredi noted that much of that work was covered by government funding, but noted that some capital projects that had to be funded from the operating budget were slowing down.

14.3 Report of the Equity, Diversity and Inclusion Committee (EDIC) [GD23-32]

Secretary's note: Due to time constraints, the Report of the EDIC arising from the Committee meeting of November 23, 2023, was not presented.

15. Presentation: Faculty of Arts

Professor Lisa Shapiro, Dean of the Faculty of Arts, delivered a presentation highlighting activities, initiatives and developments within the Faculty of Arts.

Professor Shapiro provided an overview of the history of the faculty as well as a breakdown of its diverse programs and research initiatives. She highlighted faculty researchers who had won prizes for their work in 2023, as well as some notable Faculty of Arts alumni, including Prime Minister Justin Trudeau and McGill Chancellor John McCall MacBain. Professor Shapiro highlighted the global preeminence of the faculty but noted that it was also locally-anchored, particularly in terms of its offering of French language courses. She added that a number of initiatives were underway to improve the experience of Arts undergraduate students, and to enhance the faculty overall.

16. Other Business

There was none.

The meeting ended at 6:46 p.m. and was followed by an in-camera session.

17. In Camera Session

END.

SUMMARY OF MATTERS CONSIDERED IN CLOSED SESSION OF THE BOARD OF GOVERNORS HELD ON DECEMBER 14, 2023

1. Appointments and Renewals

1.1 Appointment of the Vice-President (Research and Innovation)

The Board of Governors approved the appointment of Professor Dominique Bérubé as Vice-President (Research and Innovation) of McGill University for a five-year term, commencing July 1, 2024 and ending June 30, 2029.

1.2 Reappointment of the Vice-President (University Advancement)

The Board of Governors approved the reappointment of Marc Weinstein as Vice-President (University Advancement) of McGill University for a further term, commencing July 1, 2024 and ending on June 30, 2031.

1.3 Extension of the Appointment of the Provost and Executive Vice-President (Academic)

The Board of Governors approved the extension of Professor Christopher Manfredi's appointment as Provost and Vice-President (Academic) by one year, from July 1, 2025 to June 30, 2026.

2. Report on Promotions

The Board of Governors approved the promotion of eight Associate Professors to the rank of Full Professor.

3. Report of the Nominating, Governance and Ethics Committee

3.1 Proposal for Board-Community Engagement Model

On the recommendation of the Nominating, Governance and Ethics Committee, the Board approved the revised Board-Community Engagement model, which replaces and enhances the previous model through three key measures: i) the continued practice for the Board to receive correspondence and questions from community members; ii) an annual Board of Governors Open House meet and greet event; and (iii) an annual Governance 101 webinar.