

## Meeting Minutes of the Board of Governors

9:00 AM, Thursday, April 21, 2022 via Zoom

---

**Attendance:** Mr. B. Merkel (Chair), Ms J. Allen, Dr. E. Apatu, Dr. D. Brooks, Ms L. Brown, Mr. J. Coles, Ms S. Cruickshanks, Dr. J. Daniel, Ms J. Dhaliwal, Dr. D. Farrar, Mr. D. Feather, Mr. M. Ferencich, Ms S. Galloway, Mr. D. Huctwith, Ms R. Jamieson, Ms S. Lal, Dr. N. Lishchyna, Mr. J. Mancinelli, Ms S. McLarty, Mr. K. Nye, Dr. L. Parker, Ms M. Pool, Ms J. Rowe, Ms F. Samji, Dr. D. Sloboda, Ms S. Stankovic, Dr. E. Szathmáry, Dr. R. Walker, Ms A. Thyret-Kidd (*University Secretary*), Ms C. Richard (*Associate University Secretary*) Ms K. Snow (*Governance Coordinator*)

**Observers:** Ms B. Couchman, Ms E. Davies, Mr. D. Della-Vedova, Ms A. Farquhar, Ms S. Fazilat, Ms D. Henne, Dr. N. Kevlahan, Ms B.A. Levy, Ms D. Martin, Ms W. McKenna, Dr. P. O’Byrne, Ms M. Williams

**Invited:** Dr. A. al Shaibah, *Associate Vice-President, Equity and Inclusion*  
Ms P. Michaud, *Director, Human Rights and Dispute Resolution*  
Dr. K. Hassanein, *Dean, Faculty of Business*  
Dr. J. Hurley, *Dean, Faculty of Social Sciences*  
Dr. M. MacDonald, *Dean, Faculty of Science*  
Dr. H. Sheardown, (*Acting*) *Dean, Faculty of Engineering*  
Dr. P. Swett, *Dean, Faculty of Humanities*  
Dr. S. Denburg, *Executive Vice-Dean and Associate Vice-President, Academic*  
Ms K. Blackwood, *Director of Finance and Administration, Faculty of Science*  
Mr. B. Davis, *University Counsel*  
Mr. T. Shattuck, *CEO, McMaster Innovation Park*  
Mr. R. Couldrey, *Strategic Advisor to the President and Vice-Presidents*  
Mr. D. Dermott, *TD Securities*  
Mr. D. Kunde, *IA Capital Markets*  
Ms S. Tam, *IA Capital Markets*  
Mr. T. Lieu, *IA Capital Markets*  
Mr. T. Betts, *Gowling WLG*  
Mr. G. Rawlinson, *Torys LLP*

**Regrets:** Dr. L. Bronsard, Mr. R. Clarke, Mr. D. Horwood, Ms M.L. Maher, Ms C. Stefankiewicz, Dr. S. Tighe.

---

## ***A. OPEN SESSION***

### **1. REMARKS FROM THE CHAIR**

Mr. Brad Merkel welcomed members to the April meeting of the Board of Governors. Members heard that there are plans to hold the June meeting either in-person or a hybrid of online and in-person.

Mr. Merkel thanked Ms Williams, *Vice-President (University Advancement)*, for her many years of dedicated service to the University and wished her well in her new role at the University of Toronto.

### **2. NOTICE OF MEETING - APRIL 7, 2022**

The Notice of Meeting was circulated on April 7, 2022.

### **3. APPROVAL OF THE AGENDA - OPEN SESSION**

There were no requests to have items moved from Consent to the Regular agenda of the Open Session of the meeting.

It was duly moved and seconded,

**that the Board of Governors approve the Open Session agenda for the meeting of April 21, 2022, and that items 4-6 be approved or received for information by Consent.**

The motion was *Carried*.

## **CONSENT**

### **4. MINUTES OF PREVIOUS MEETING – MARCH 3, 2022 (OPEN SESSION)**

Board of Governors - Open Session Minutes - March 3, 2022

Motion:

**that the Board of Governors approve the Open Session minutes of the meeting held on March 3, 2022, as circulated.**

Approved by *Consent*.

### **5. REPORT FROM SENATE**

#### **a. Response to an Enquiry at Senate**

- i. Revisions to the Code of Student Rights and Responsibilities (Information)

- ii. Revisions to the Discrimination and Harassment Policy (Approval)
  
- b. Proposal for the Digital Society Lab Centre (Approval)**
  
- c. Closures of McMaster Research Centres and Institutes (Approval)**
  
- d. Faculty Grievance Policy Revisions (Approval)**
  
- e. Terms of Reference (Approval)**
  - i. Revised Terms of Reference, Vice Dean, Research
  - ii. Establishment of Associate Dean, Research and Associate Dean, Graduate Studies

Motion:

**that the Board of Governors approve the recommendations as contained in the report from the Senate.**

Approved by *Consent*.

**6. COMMITTEE REPORTS**

**a. PLANNING AND RESOURCES COMMITTEE**

- i. Revisions to the Investment Pool SIP&P (Approval)**

Motion:

**that the Board of Governors approve changes to the Statement of Investment Policies and Procedures for the Investment Pool as shown in Appendix A.**

Approved by *Consent*.

**REGULAR**

**7. BUSINESS ARISING**

There was no business arising.

**8. COMMUNICATIONS**

There were no communications for the meeting of April 21, 2022.

**9. PRESIDENT'S REPORT TO THE BOARD**

Dr. David Farrar, *President and Vice-Chancellor*, presented his Report to the Board. The Report highlighted the team's work on commercialization, entrepreneurship, and support for innovation across the University's campus and community.

Members heard that the Sustainability Strategy launched in April. Intended as a commitment to engage students, Faculty, and staff in transforming McMaster's campus into a living laboratory of sustainability, it provides a viable roadmap towards many sustainability-related goals. Members heard that in celebration of Earth Day, the Office of Sustainability would provide a tree to the McMaster Carbon Sink Forest for every twenty views of the Strategy. Dr. Farrar also informed members that McMaster ranked first, alongside the University of British Columbia, on the C.D. Howe Institute's list of ESG approaches with regards to endowment funds.

As of May 1, 2022, the University would pause its vaccine policy for the spring and summer terms, although complete vaccinations remained highly encouraged. Community members were also encouraged to maintain their vaccination status through the MacCheck app. Members heard that the University would, however, retain its masking requirement until the end of May. Public health advice and guidance would continue to be monitored and heeded.

Dr. Farrar then provided Board members with highlights of the federal budget, noting a clear shift away from the pandemic and towards a normalized fiscal stance. It was disappointing in terms of fundamental research because of a lack of investment in students, Indigenous education, and EDI initiatives. Some promising items included funding for the Canada Excellence Research Chairs, research security, IP initiatives, as well as a committed focus in improving visa processing times. The creation of an innovation and investment strategy, and increased investments in Canadian research and development were also included. Areas of investment specific to McMaster were significant investments in nuclear science (SMRs) and in the Public Health Agency of Canada.

Dr. Farrar concluded his report by thanking Ms Williams and expressing his deep appreciation for her remarkable contributions to the University.

## **10. REPORT FROM SENATE**

### **a. Equity and Inclusion Office (EIO) Annual Report**

Dr. Farrar introduced Dr. Arig al Shaibah, *Associate Vice-President, Equity and Inclusion*, and Ms Pilar Michaud, *Director, Human Rights and Dispute Resolution*, who presented the Annual Report to the Board. Of note, Dr. al Shaibah spoke to the increase in consultations with respect to accessibility and greater student interest in consultations as they relate to anti-racism education. A reduction of disclosures of sexual assault and other sexual violence were noted., although largely attributed to the COVID-19 pandemic.

Board members heard that the University launched its search for a new Director of the Sexual Violence Prevention & Response Office (SVPRO) and was also committed to hiring a Case Manager of Sexual Violence Response for that office. Members heard that a policy review process would be initiated for the Discrimination and Harassment

Policy and the Sexual Violence Policy, as well as a review of the standard operating procedures around case intake.

In response to a question, it was clarified for members that some complaints were carried over from previous years based on the complexity and timing of the complaints and those corresponding investigations.

## 11. COMMITTEE REPORTS

### a. EXECUTIVE AND GOVERNANCE COMMITTEE

Mr. Merkel presented the Report.

#### i. By-Law Changes

Mr. Merkel explained that a proposed Approval and Signing Authority Policy had been drafted to separate and replace Appendix E of the Board By-Laws, the 'Resolution Respecting the Execution of Instruments by McMaster University', otherwise known as the Execution of Instruments or EOI.

Members heard that by-law changes must be presented at two meetings; first as an 'approval in principle' motion and a second time for 'approval'. This was brought forward as approval in principle and Board members were advised that they could direct any questions or amendments to the University Secretary.

It was duly moved and seconded,

**that the Board of Governors approve in principle, revisions to Appendix E – Resolution Respecting the Execution of Instruments by McMaster University of the Board By-Laws, as set out in the attached.**

The motion was *Carried*.

#### ii. Approval and Signing Authority Policy

This item was presented for information and will be brought forward for approval at the June Board meeting.

### b. PLANNING AND RESOURCES COMMITTEE

Ms. Jane Allen, *Chair of the Planning and Resources Committee* presented the Report.

#### i. Energy Management Plan

Ms Allen explained that the Planning and Resources Committee approved the Energy Management Plan at its March 31, 2022 meeting and are now bringing it forward to the Board for information.

The University aims to reduce its utility consumption and greenhouse gas emissions in accordance with the targets outlined in the Net Zero Carbon Roadmap. This is a reduction of 75% in GHG emissions by 2030 and 90% by 2050.

Ms Debbie Martin, *Assistant Vice-President and Chief Facilities Officer*, provided an overview of the Energy Management Plan. Ms Martin began by thanking the Utilities Team for their work on the Net Zero Strategy, the ventilation strategy, and several other projects, recognizing that they were nominated for a President's Award for their work.

There were questions from the Board surrounding the proposed gas-powered plants, with members expressing concern that the purchase appeared counterintuitive to McMaster's Sustainability Strategy. Ms Martin explained that the generators would only operate on a few peak days throughout the year, resulting in a significant reduction in day-to-day use. Savings would then be used toward the University's ESG initiatives. Dr. Farrar added that if the generators were not installed, the University would be sold electricity from the Province at a much higher rate.

A member also asked about the connection with the small modular reactor (SMR), noting there had been a study to look at the SMR to supply campus energy. Ms Martin explained that the technology is developing rapidly, and there are possible uses for the campus. Dr. Farrar explained there are ongoing consultations regarding the possibility of using it as an energy source to deal with peak issues.

**c. COMMITTEE ON UNIVERSITY ADVANCEMENT**

Ms Sandra Cruickshanks, *Chair of the University Advancement Committee*, introduced the next item.

**i. 2021 University Advancement Year in Review**

Ms Cruickshanks provided a brief overview of the 2021 University Advancement in Review, explaining that the Committee on University Advancement received the report for information at its March 29, 2022 meeting. Members heard about the University's accomplishments during another uniquely challenging year.

Ms Mary Williams also spoke to the report, highlighting the strength and dedication of her team and the offices she worked with frequently. In response to a suggestion of increasing the allocation of the University's resources to advancement, Ms Williams explained that the Faculty Deans have made good

progress in this area. Dr. Farrar explained that advancement will become a further area of focus as the capital campaign launches, and explained to members that the communications, government relations and public relations functions will begin to report directly to Dr. Farrar.

## **12. PRESENTATION TO THE BOARD OF GOVERNORS**

Dr. Farrar introduced Dr. Maureen MacDonald, *Dean of the Faculty of Science* and Ms Kathleen Blackwood, *Director of Finance and Administration* to present on *Transforming the Faculty of Science*. The presentation detailed at length the Faculty's financial recovery plan over a number of challenging years and centered on six principles outlined in the report.

There were a few questions from members regarding the compensation and resources available to Teaching Assistants, as well as graduate student funding. Several of the Faculty Deans present discussed the University's budget model and the disadvantages faced by a few of the Faculties towards increasing research intensity.

## **13. OTHER BUSINESS**

As there was no other business, the open session of the meeting adjourned at 10:50 a.m.

**BREAK**