



UNIVERSITY
SECRETARIAT
• Board of Governors
• Senate

Gilmour Hall, Room 210
1280 Main Street West
Hamilton, Ontario, Canada
L8S 4L8

Phone: 905.525.9140, Ext. 24337
Fax: 905.526.9884
E-mail: univsec@mcmaster.ca
<http://www.mcmaster.ca/univsec>

Meeting Minutes of the Board of Governors

Thursday, October 28, 2021 at 9:00 am via Zoom

PRESENT: Mr. Brad Merkel (Chair), Ms. Jane Allen, Dr. Emma Apatu, Dr. Dina Brooks, Dr. Lia Bronsard, Ms. Lisa Brown, Mr. Ryan Clarke, Mr. Jeff Coles, Ms. Sandra Cruickshanks, Dr. Juliet Daniel, Ms. Jasmine Dhaliwal, Mr. David Feather, Mr. Michael Ferencich, Dr. David Farrar, Ms. Susan Galloway, Mr. David Horwood, Mr. David Huctwith, Ms. Rebecca Jamieson, Ms. Sarrah Lal, Ms. Stephanie McLarty, Dr. Natalia Lishchyna, Mr. Joseph Mancinelli, Mr. Kevin Nye, Dr. Laura Parker, Ms. Melissa Pool, Ms. Jennifer Rowe, Ms. Fareen Samji, Ms. Silvia Stankovic, Ms. Connie Stefankiewicz, Dr. Emőke Szathmáry, Dr. Bob Walker, Ms. Andrea Thyret-Kidd (*University Secretary*), Ms. Michelle Zheng (*Associate University Secretary*), Ms. Kelly Snow (*Governance Coordinator*)

OBSERVERS: Ms. Beth Couchman, Ms. Esme Davies, Ms. Andrea Farquhar, Ms. Saher Fazilat, Ms. Dee Henne, Dr. Nicholas Kevlahan, Ms. Betty Ann Levy, Ms. Mary Lou Maher, Ms. Debbie Martin, Ms. Wanda McKenna, Dr. Paul O'Byrne, Ms. Mary Williams.

REGRETS: Ms. Lisa Brown, Dr. Deborah Sloboda.

INVITED: **Deans** Dr. Susan Denburg, Dr. Jeremiah Hurley, Dr. Maureen MacDonald, Dr. Khaled Hassanein, Dr. Pamela Swett.

Ms. Heather Sheardown, *Acting Vice Dean of the Faculty of Engineering.*

Ms. Lou Mitton, *Controller.*

Ms. Karen McGlynn, *Senior Manager, Accounting and Financial Reporting.*

Dr. Gay Yuyitung, *Acting Director at the Forge and Executive Director of McMaster Industry Liaison Office (MILO).*

Mr. Dave Tucker, *Assistant Vice President-Research, Nuclear.*

A. OPEN SESSION

1. REMARKS FROM THE CHAIR

Mr. Merkel welcomed members to the October meeting and introduced the new members and new observers of the Board of Governors. He also noted to the Board that Mr. Paul Douglas has resigned after serving on the Board for eleven years.

Mr. Merkel noted for the Board that Dr. Farrar has presented his Strategic Plan for the University and emphasized that members should keep these critical priorities in mind when completing their respective Committee work. He noted that during the summer months, much work was done through the Executive and Governance Committee, and the Working Group on the Issue of Responsible Investing. While the item was not formally on the agenda, Dr. Farrar would be covering this in the Report from the President.

Other areas Mr. Merkel highlighted the long-awaited return of students to campus after 18 months of remote study and work, acknowledging the dedicated efforts of all involved.

2. NOTICE OF MEETING – OCTOBER 14, 2021

The notice of meeting was circulated on October 14, 2021.

3. APPROVAL OF THE AGENDA - OPEN SESSION

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

It was duly moved and seconded,

that the Board of Governors approve the Open Session agenda for the meeting of October 28, 2021, and that items 4-5 be approved or received for information by Consent.

The motion was *Carried*.

CONSENT

4. MINUTES OF PREVIOUS MEETING – JUNE 10, 2021 (OPEN SESSION)

a. Minutes - June 10, 2021 (Open Session)

It was duly moved and seconded,

that the Board of Governors approve the Open Session minutes of the meeting held on April 22, 2021, as circulated.

The motion was *Carried*.

5. COMMITTEE REPORTS

a. EXECUTIVE AND GOVERNANCE COMMITTEE

- i. Actions Taken on Behalf of the Board**
The material was for information.

b. PLANNING AND RESOURCES COMMITTEE

Report from the Planning and Resources Committee

i. Statement of Investment Policies and Procedures – Hourly Plan

It was duly moved and seconded,

that the Board of Governors approve the revised Statement of Investment Policies and Procedures for Contributory Pension Plan for Hourly Employees as shown in Appendix A.

The motion was *Carried*.

ii. Statement of Investment Policies and Procedures – Salaried Pension Plans

It was duly moved and seconded,

that the Board of Governors approve the revised Statement of Investment Policies and Procedures for Contributory Pension Plans for Salaried Employees as shown in Appendix A.

The motion was *Carried*.

iii. Statement of Investment Policies and Guidelines – Cash and Short-Term Investment

The material was for information.

c. AUDIT AND RISK COMMITTEE

Report from the Audit and Risk Committee

i. Report on Health and Safety

The material was for information.

REGULAR (9:05 a.m.)

6. BUSINESS ARISING

There was no business arising from the Open Session minutes of the meeting held on June 10, 2021.

7. COMMUNICATIONS

There were no communications for the meeting of October 28, 2021.

8. PRESIDENT'S REPORT TO THE BOARD

Dr. David Farrar, *President and Vice-Chancellor*, presented his Report to the Board.

Dr. Farrar explained that his written report contains updates on several critical issues he and management have been working on over the last year; particularly, issues pertaining to sustainability and McMaster's carbon neutral goal. McMaster University is taking a broad and holistic approach to the question of climate change. He recognized the importance of divestment to many in our community; and noted efforts to move investments to net carbon zero. Broader approaches include reducing the campus' carbon footprint; developing and promoting clean technologies; encouraging research and teaching into climate change; reducing our waste; encouraging sustainable transit to campus; and implementing energy management initiatives.

As noted in the written report, the Investment Pool Committee adopted a strategy of decarbonization in 2018, which has been accelerated. Management is working through the complexities of how the investment pool is invested and will announce when it will achieve the net zero target within the next six months – the goal being in the 2030s. Similarly, Dr. Farrar noted an ambitious plan in place to reduce greenhouse gas emissions on campus by 75% by 2030.

In addition, Dr. Farrar's report included updates on the important work in progress with regards to the Equity, Diversity and Inclusion strategy, including additional supports for Black students with the establishment of the Black Student Success Centre. They have also taken a major step forward with the release of the Indigenous strategy by the Indigenous Education Council on September 30.

Dr. Farrar also discussed a matter of interest pertaining to government relations and the most recent federal election held on September 20th, 2021. Of interest to McMaster was Hamilton West-Ancaster-Dundas MP Filomena Tassi's appointment as Minister of Public Services and Procurement; Burlington MP Karina Gould's appointment as Minister of Families, Children and Social Development; and Oakville MP Anita Anand's appointment as Minister of National Defence. Dr. Farrar noted that the Public Affairs team has worked diligently to build positive relationships across governments, and especially with the local MPs. The Board also heard that the Liberal government prioritized several research-focused initiatives in its election platform, including the addition of 1,000 Canada Research Chairs to help attract and retain top talent at Canadian universities and support graduate research, and establishing a \$75 million a year fund for colleges and universities to help commercialize leading research. McMaster will continue its advocacy efforts towards Canada's Global Nexus.

At the provincial level, McMaster continues to work closely with peer institutions and COU around the advocacy priorities and strategy for Ontario universities, which will include working with the government to increase university revenue sources, supporting increases in institutional student financial assistance to enhance student access to higher education, and allowing the expansion of high-demand programs to ensure Ontario has the skilled workforce it

needs. In response to the issues at Laurentian, Dr. Farrar continued to make the case that a financial sustainability plan for the sector is needed that provides predictable and stable funding over the longer-term, while emphasizing that Laurentian was a unique situation and is not likely to be replicated at McMaster or elsewhere.

Dr. Farrar also mentioned that, regrettably, there was a large, unsanctioned gathering known as Fake Homecoming, which took place on October 2. Although mainly attended by students, these events are often led and promoted by individuals from outside the university. Dr. Farrar issued a letter the next day in response, which included an apology to our neighbours, emergency workers, and other members of the community for the disruptions and disrespect that was evident. His team is reviewing behaviour and applying sanctions under the Student Code where warranted.

The University worked proactively with police and city by-law officers, including doubling the usual number of off-duty officers hired to assist with community policing. The McMaster Students Union worked collaboratively with the University to communicate with students ahead of the event, reminding them of the potential consequences for illegal behaviour and the importance of being thoughtful neighbours. Dr. Farrar and senior leaders also met with local representatives and held an immediate meeting of the President's Advisory Committee on Community Relations to seek feedback and discuss potential additional actions and steps. He met with a Rabbi of one of the local synagogues and will be meeting with the Mayor and potentially the Police Chief.

Dr. Farrar also spoke to Back-to-Mac, and the efforts to return students to campus. The MacCheck application and vaccine upload process has been implemented well. As reported last week, more than 99 per cent of faculty and 96 per cent of staff have uploaded proof of vaccination to the MacCheck reporting tool and approximately 96 per cent of all students who are studying on campus have uploaded their proof of vaccination. Plans are now being focused to the winter term and Dr. Farrar expects to see even more activity on campus from January onwards.

After Dr. Farrar's presentation, a lengthy conversation commenced regarding the issue of divestment addressed earlier in the presentation. Several members from the MacDivest advocacy group expressed to management their concerns and frustrations with the investment managers overseeing the investment pool and pension trust, as well as with McMaster's broader, holistic approach to carbon neutrality.

9. UPDATE ON BACK TO MAC

Dr. Susan Tighe, *Provost and Vice-President, Academic* presented her update on Back to Mac, explaining that there has been a great number of consultations since February 2021 with the community and with experts across campus on how to safely stage student, faculty, and staff return to campus.

Mandatory vaccination efforts for the University commenced on September 7th, with full implementation on October 18th. Since September 2021, there were six reported cases of COVID-19 on campus, and there hasn't yet been an outbreak (described as 2 or more cases simultaneously). There was also a rigorous exemption process. Dr. Tighe explained the un-enrollment processes for students who do not successfully obtain an exemption and remain unvaccinated, as well as Human Resources' processes' for employees.

Dr. Tighe clarified with the Board that currently, McMaster hopes for a wide return to campus for the Winter 2022 term. It was added that this remains a changing landscape and additional in-person assessments will be forthcoming.

There were several questions from Board Members regarding teaching procedures for the Winter term; among them, questions on start dates between interdisciplinary programs, the creation of online content and whom retains ownership, as well as the set-up of classrooms and recording lectures.

On behalf Unifor 5555, Ms. Couchman directed a question towards the Provost regarding accommodation for personal choice, and information about how the office is preparing for the termination of those employees who remain unvaccinated by the deadline. Dr. Tighe explained that there is much ongoing work with various labour groups, and acknowledged that the decision to mandate vaccinations was not made lightly, but is consistent with human rights legislation. It was highlighted that the unvaccinated numbers are quite small. Ms. McKenna explained that while McMaster has high rates of vaccination among students, faculty, and staff, the team continues to connect with vaccine-hesitant members of McMaster's community to show compassion, support and hopefully work toward a return to campus.

In response to a question about cyber security, Ms. Fazilat confirmed that multifactor authentication is being mandated across campus.

10. **REPORT FROM SENATE** (9:40 a.m.)

Dr. Farrar presented the Report from Senate.

a. Policy Framework

At its meeting on October 20, 2021, the Senate approved the establishment of the proposed Policy Framework for McMaster University.

It was duly moved and seconded,

that the Board of Governors approve the establishment of the proposed Policy Framework for McMaster University, effective October 28, 2021.

The motion was *Carried*.

b. Establishment of the Fairley Gadsby Research Chair in Fluvial Geomorphology

At its meeting on October 20, 2021, the Senate approved the establishment of the Fairley Gadsby Research Chair in Fluvial Geomorphology.

It was duly moved and seconded,

that the Board of Governors approve the establishment of the Fairley Gadsby Research Chair in Fluvial Geomorphology.

The motion was *Carried*.

c. Establishment of the Ronald Barr Professorship in Pediatric Oncology

At its meeting on October 20, 2021, the Senate approved the establishment of the Ronald Barr Professorship in Pediatric Oncology.

It was duly moved and seconded,

that the Board of Governors approve the establishment of the Ronald Barr Professorship in Pediatric Oncology.

The motion was *Carried*.

d. Revised Terms of Reference - AbbVie Chair in Education in Rheumatology

At its meeting on October 20, 2021, the Senate approved the revised terms of reference for the AbbVie Chair in Education in Rheumatology.

It was duly moved and seconded,

that the Board of Governors approve the revised terms of reference for the AbbVie Chair in Education in Rheumatology.

The motion was *Carried*.

11. COMMITTEE REPORTS

a. AUDIT AND RISK COMMITTEE

Mr. Kevin Nye, *Chair of the Audit and Risk Committee*, presented the Committee's Report to the Board.

i. Annual Financial Report 2020-2021

The Annual Financial Report 2020-2021 consists of detailed Financial Analysis and the Audited Financial Statements for the year ended April 30, 2021, together with supplemental information relating to the Operating Fund and Operating Budget. The Planning and Resources Committee reviewed the documents on October 7, 2021 and the Audit and Risk Committee approved the Annual Financial Report including the Audited Financial Statements for the year ended April 30, 2021 at its meeting on October 21, 2021. Ms. Dee Henne, *Assistant Vice President (Administration) and Chief Financial Officer*, provided an overview of the item.

Members heard that additional domestic admissions offers were made to mitigate the risk of enrollment deferrals due to the pandemic. However, those deferrals did not materialize and that translated into an increase of more than \$23M in unfunded weighted grant units (WGU). Ms. Henne noted that international enrollment increased by more than 12.1% over the prior year, and domestic enrollment increased by 7.6% over the year prior.

Members heard that the greatest volatility was related to the ancillary services on account of the physical absence of students on campus. Throughout the prior year, normalized sales were reduced by 77% for items such as food, residence, and parking fees. To mitigate losses, Ms. Henne worked extensively with Human Resources to extend lay-off provisions beyond 18 months among several other strategies. Ms. Henne expects these units to be back in balance in approximately three years time.

Lastly, members heard that the greatest volatility last year was related to investment returns, with a rate of -1.9%. However, Ms. Henne noted that the markets have bounced back to an extraordinary degree, resulting in a 26.1% return. Returns were also exceptional in pension funds. It was also noted that there is an additional section in the report highlighting McMaster's enhanced climate-related financial disclosures. There were no questions from the Board.

It was duly moved and seconded,

that the Board of Governors approve the Annual Financial Report 2020-2021, which includes the Audited Financial Statements for the year ended April 30, 2021.

The motion was *Carried*.

ii. Appointment of External Auditor for 2021-2022

At its meeting on October 21, 2021, the Audit and Risk Committee reviewed and approved the re-appointment of KPMG LLP as the external auditor for McMaster University for 2021-2022. There were no questions from the Board.

It was duly moved and seconded,

that the Board of Governors approve the re-appointment of KPMG LLP Chartered Accountants as the Auditors for McMaster University for the 2021-2022 fiscal year.

The motion was *Carried*.

12. PRESENTATION TO THE BOARD OF GOVERNORS

Speaker: Dr. Heather Sheardown, Acting Dean

Title: The Pivot – Redesigning Engineering Curriculum

Dr. Farrar introduced Dr. Heather Sheardown, *Acting Dean of the Faculty of Engineering*, who presented ‘the Pivot’ to the Board of Governors. The Board heard that the Pivot was built on three key pillars: transforming the curriculum, amplifying experiential learning, and establishing a culture of innovation. Dr. Sheardown’s presentation included the stories of several inspiring McMaster students and their innovations. Internal Board Members expressed an interest in having this information shared across the University to help inspire others with these best practises.

13. OTHER BUSINESS

Several internal members raised a discussion regarding how to handle the increased numbers of staff taking medical or personal leaves, as staffing levels have presented a significant challenge in the last 18 months and may be exacerbated in January. Ms. Fazilat and Ms. McKenna confirmed that departments are aware of those who may not be returning in the Winter term, and contingency planning is in place although they are working to retain staff. They noted the concerns from the Committee. A discussion ensued surrounding social distancing, masking, and gathering requirements as they pertain to lecture halls.

There was no other business for the open session portion of the meeting, and the open session of the meeting adjourned at 10:55 a.m.