

MEETING MINUTES OF THE BOARD OF GOVERNORS

8:30 AM, Thursday, October 24, 2024 via Zoom

- Attendance:** Jane Allen (*Chair*), Catherine Anderson, Dina Brooks, Lisa Brown, Ryan Clarke, Sandra Cruickshanks, Arlene Dosen, Stephen Elop, David Farrar, Michael Ferencich, Saara Greene, Megumi Harada, Barry Hill, Natalia Lishchyna, Sue McCracken, Ben Menka, Brad Merkel, Mayu Nishimura, Kevin Nye, Nicole Owusu Ampofo, Wayne Purboo, Michael Ramsay, Jennifer Rowe, Mamdouh Shoukri, Silvia Stankovic, Susan Tighe, Lance Trumble, Brenda Vrkljan, Bob Walker, Andrea Thyret-Kidd (*University Secretary*), Michelle Zheng (*Associate University Secretary*), Kelly Snow (*Assistant University Secretary*)
- Observers:** Omer Ahmed, Paul Andrews, Kusum Bhatta, Andrea Farquhar, Saher Fazilat, Ehab Kamarah, Andy Knights, Lili Litwin, Debbie Martin, Wanda McKenna, Paul O'Byrne, Anna Purina, Richard Stubbs, Rob Walters
- Invited:** Sarah Bolduc, *Director, Financial Reporting*
Dave Cano, *Director, Sustainability*
Matheus Grasselli, *Deputy Provost*
Khaled Hassanein, *Dean, Faculty of Business*
Jerry Hurley, *Dean, Faculty of Social Sciences*
Gianni Parise, *Acting Dean, Faculty of Science*
Lou Mitton, *Controller*
Heather Sheardown, *Dean, Faculty of Engineering*
Sean Van Koughnett, *Associate Vice-President (Students & Learning) & Dean of Students*
Members of Hillel McMaster
Members of Solidarity for Palestinian Human Rights (SPHR)
- Regrets:** David Huctwith, Fareen Samji
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OPEN SESSION

1. **Remarks from the Chair**

Jane Allen, *Chair of the Board of Governors*, called the meeting to order.

David Farrar, *President and Vice-Chancellor*, acknowledged that McMaster is located on the traditional territories of the Mississauga and Haudenosaunee nations and within the lands protected by the Dish with One Spoon Wampum agreement.

J. Allen introduced and welcomed the following new members; Lance Trumble, appointed by the alumni; Rishav Jaiswal, elected by the graduate students; Arlene Dosen, elected by the non-teaching staff; Megumi Harada, elected by the teaching staff; Mayu Nishimura, elected by the teaching staff and Sue McCracken, elected by the Senate. The following new Board observers were also introduced; Paul Andrews, *President of the McMaster University Faculty Association (MUFA)*, Kusum Bhatta, *President of the Graduate Student Association (GSA)* and by invitation, Gianni Parise as the *Acting Dean of Science*.

2. Notice of Meeting

The Notice of Meeting was circulated on October 10, 2024.

3. Approval of the Agenda - Open Session

No requests to have items moved from the Consent to the Regular agenda of the Open Session were received.

Members were informed that items 13 and 14 would be presented following item 4.

It was duly moved and seconded,

that the Board of Governors approve the Open Session agenda for the meeting of October 24, 2024, with items 13 and 14 occurring after item 4, and that items 5 through 7 be approved or received for information by consent.

The motion was *Carried*.

4. Declarations of Conflict of Interest

Members heard that the Board adopted a practice of providing members with an opportunity to declare conflicts of interest at the beginning of meetings.

Members should declare conflicts, or the possible appearance of conflicts, between their duties as a member of the Board and their private interests, financial or otherwise. In instances where a

member is uncertain about a possible conflict of interest, the member has a duty to seek advice from the Chair of the Board, President, or University Secretary and promptly take steps to resolve any conflicts arising in a way that protects the interests of the University. In this context, members must refrain from using confidential information gained in the course of their service, for personal gain or for political purpose.

No potential conflicts were declared.

13. Recognition of Retiring Board Members

J. Allen advised members that it is the last Board meeting for Ryan Clarke. R. Clarke has been a member appointed by the Lieutenant Governor in Council since 2020, and has served on several committees, including the University Planning Committee, the Audit and Risk Committee, the former Committee on University Advancement and the Planning and Resources Committee. J. Allen thanked R. Clarke for his dedication to McMaster.

14. Minute of Appreciation

Tom Weisz passed away on July 7, 2024. Mr. Weisz was an outstanding business and community leader who made important contributions to the university and the city of Hamilton. In 1967, he graduated from McMaster with a degree in economics, before becoming a lawyer. In 1978, Weisz co-founded the Effort Trust Company and then founded the law firm Weisz, Rocchi & Scholes. He served on McMaster's Board of Governors as the Chair of the Planning and Building Committee (now known as the Planning and Resources Committee) from 2002 to 2016, and as a member of the cabinet for the Athletics and Recreation Campaign. A dedicated community volunteer, Weisz was the Chairman of the Hamilton Future Fund and served on the Board of Directors of St. Joseph's Hospital, the Hamilton Philharmonic Orchestra and was a governor of the Art Gallery of Hamilton, in addition to serving in many other volunteer capacities.

It was duly moved and seconded,

As an expression of our regard for the contributions of Mr. Tom Weisz to McMaster University, it is moved that this Minute of Appreciation be recorded in the permanent minutes of the Board of Governors and a copy sent to his family.

The motion was *Carried*.

CONSENT

5. Minutes of the Previous Meeting - June 6, 2024 (Open Session)

Motion:

that the Board of Governors approve the Open Session minutes of the meetings held on June 6, 2024, as circulated.

Approved by ***Consent***.

6. Report from the Senate

1. Terms of Reference

- a. Revised Terms of Reference - Mortgage Intelligence - GMAC Residential Funding of Canada Chair in Thoracic Surgery
- b. Establishment of the Marianne Barrie - PHRI Chair in ARVC Research
- c. Establishment of the McMaster Professorship in Rheumatology Education
- d. Establishment of the Schroeder Chair in Undergraduate Nursing Pedagogy

2. Establishment of the McMaster Health Research Education, Innovation and Theory Centre (MERIT)

3. Establishment of the Director, McMaster Centre for Research on Employment and Work (MCREW)

Motion:

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

Approved by ***Consent***.

7. Committee Reports

1. Planning and Resources Committee

a. Report From University Student Fees Committee

Motion:

that the Board of Governors approve an increase in the McMaster School of Labour Studies Certificate Program fee from \$170 to \$185, effective January 2025.

Approved by ***Consent***.

b. Continuing Education Fees

Motion:

that the Board of Governors approve the 2025-26 McMaster Continuing Education Fees, as circulated.

Approved by *Consent*.

c. Annual Review of Statement of Investment Policies & Procedures (SIPP) - Salaried Pension Plan

Motion:

that the Board of Governors approve revisions to the Statement of Investment Policies & Procedures (SIPP) for the Salaried Pension Plans, as circulated.

Approved by *Consent*.

d. Annual Review Cash & Short Term Investments Statement of Investment Policies & Guidelines

This item was for information.

e. Annual Review of Statement of Policies & Procedures (SIPP) - Investment Pool

This item was for information.

f. Annual Review of Statement of Investment Policies and Procedures - Hourly Pension Plan

This item was for information.

2. Audit & Risk Committee

a. Report from Health, Safety and Risk Management

This item was for information.

3. Remunerations Committee

a. Tentative Agreement- Unifor Local 5555, Unit 3 (Parking & Transit)

Motion:

that the Board of Governors approve the tentative agreement between McMaster University and Unifor Local 5555, Unit 3 (Parking & Transit Services), for a 3-year renewal effective October 1, 2024 to September 30, 2027, with terms outlined in the circulated report.

Approved by *Consent*.

4. Executive & Governance Committee

a. Actions Taken on Behalf of the Board of Governors

1. Report from the Senate: Terms of Reference: Establishment of the Director of the PhD Program, Faculty of Business

2. Miscellaneous Fee Schedule

These items were for information.

REGULAR

8. Business Arising

There was no business arising.

9. Communications

1. Presentation to the Board of Governors from the Hillel McMaster

Members from McMaster Hillel, a recognized club of the McMaster Students Union, joined the meeting and delivered a presentation titled “Why McMaster University Should Oppose the BDS Initiative”.

The Chair thanked members of Hillel McMaster for the thoughtful presentation and for giving Board members a chance to hear their views on these issues.

10. President's Report to the Board

David Farrar, *President & Vice-Chancellor*, began his remarks by emphasizing McMaster's commitment to academic freedom and open dialogue, particularly in light of the current geopolitical tensions affecting the campus community. Members heard that the University aims to create a space for respectful discussions of diverse perspectives, even on difficult topics. D. Farrar explained that he has

heard from many members of the McMaster community who are experiencing a range of impacts and emotions including anguish, grief, anxiety and frustration. Despite these strong emotions and deeply-held views, D. Farrar emphasized that there is a responsibility to navigate these challenging issues in a way that is inclusive and respectful of one another.

Members heard that the meeting's presentations will outline two opposing perspectives in relation to the social responsibility of the institution regarding its financial investments. D. Farrar spoke to the complexities of the questions involved, noting they are not issues that would be resolved today. The first step is to hear from the community and consider McMaster's position and responsibilities as an academic institution.

Recent initiatives to foster dialogue were highlighted, including the McMaster Dialogues series, the Canada-Caribbean Institute Research Symposium, and The Choice 2024 debate on the US presidential election. These events demonstrate the University's dedication to informed and respectful discussions on global issues.

D. Farrar outlined three key priorities for the upcoming year: ensuring a balanced budget, advocating for increased government funding, and preparing for the university-wide fundraising campaign and to engage alumni and donors.

D. Farrar concluded his remarks by congratulating Board of Governors Member and McMaster Engineer-in-Residence, Barry Hill, for being named a Specially Elected Member of the Royal Society of Canada in recognition of his contributions to research and academia. Members heard that this honour is reserved for those who hold, or have held positions in Canadian universities, but are primarily affiliated with research institutes, government agencies, private sector laboratories or think tanks.

11. Committee Reports

1. Planning and Resources Committee

Stephen Elop, *Chair of the Planning & Resources Committee*, presented the report.

a. Annual Sustainability Report 2023-2024

At its meeting on October 10, 2024, the Planning and Resources Committee received the Annual Sustainability Report 2023-2024. Ehab Kamarah, *Associate Vice-President & Chief Facilities Officer* and Dave Cano, *Director, Sustainability*, spoke to the report's highlights.

2. Audit & Risk Committee

Kevin Nye, *Chair of the Audit & Risk Committee*, presented the report.

a. Annual Financial Report

At its meeting on October 3, 2024, the Audit & Risk Committee reviewed and approved the Annual Financial Report, which included the Audited Financial Statements. Members heard that the statements would be posted on the Financial Affairs website after they have been approved by the Board.

Omer Ahmed, *Associate Vice-President and Chief Financial Officer*, spoke to the report's highlights and thanked Lou Mitton, *Controller*, and Sarah Bolduc, *Director, Financial Reporting*, for their work. Members congratulated the team on the report although noted that it is imperative to proceed with caution.

In response to a question about revenue generation, O. Ahmed highlighted a number of opportunities including strategic real estate footprints outside of campus alongside plans for the Omniabio B building; managing the Central Bank and working with the Provost on reducing vendor costs and consolidating purchasing power. Members heard that KPMG is also providing their assistance with determining other efficiencies. D. Farrar added that the Vice-Presidents and Deans are looking at the academic model and examining ways to improve the learning environment as well.

Susan Tighe, *Provost and Vice-President, Academic*, spoke to further actions on the academic side, including concerted efforts to reduce expenses although she noted that there is not much more that can be cut. Other strategies include tapping into additional granting sources and strengthening external relations.

It duly moved and seconded,

that Board of Governors approve the Annual Financial Report, including the Audited Financial Statements, for the Year Ended April 30, 2024.

The motion was *Carried*.

12. Communications

1. Presentation to the Board of Governors from the *Solidarity for Palestinian Human Rights Group (SPHR)*

Members were reminded that, as part of the agreement to end the encampment, the Solidarity for Palestinian Human Rights (SPHR) Group would be provided an opportunity to deliver a presentation to the Board at its October meeting. SPHR is a recognized club of the McMaster Students Union. Members of SPHR joined the meeting and delivered the presentation titled “No Brighter World Without Divestment”.

The Chair thanked members of SPHR for the thoughtful presentation and for providing Board members the opportunity to hear their views on these issues.

15. Other Business

J. Allen called for any other business. As there was none, the open session of the meeting adjourned.