

**BOARD
OF GOVERNORS**
Annual

Report
2020-2021

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CHAIR'S MESSAGE

My first term as Board chair was a year like no other at Concordia – and at all universities around the globe. The COVID-19 pandemic meant that our two campuses were mostly quiet as the majority of operations, including meetings of this Board, were conducted remotely.

Having executed an impressive transition to online learning and remote service delivery in March 2020, President Graham Carr and his strong leadership team continued to guide Concordia admirably through this difficult period. Their steadfast approach generated a high level of trust and collaboration from the University's multiple stakeholders, including our students, professors, employees and alumni.

Given the unusual situation, the Board received frequent updates on both the evolving health and safety situation and financial matters so that it could pass measures to help the university both adapt to the extraordinary circumstances and pursue its practice of investing strategically in its future. Our goal was to build on the positive momentum Concordia has generated in recent years, as reflected in its continued high rankings.

I must highlight that at the end of the academic year, Concordia established its new School of Health, an exciting initiative that will advance the university's research, teaching and contribution in the field of health in a truly interdisciplinary manner, further demonstrating Concordia's vision as a next-gen university.

I would like to thank those whose term of service on the Board concluded at the end of June 2021 and welcome new members who joined us on July 1, 2021.

The experience, commitment and diversity of our Board members have served Concordia well during these turbulent times. Through informed debate and collegiality, our Board helped keep Concordia on course toward its ambitious goals in service to society. On behalf of all our Board members, let me say what an honour it is to serve this fine institution that strives, every day, to empower and improve our next generation.



Helen Antoniou.

MANDATE

The Board of Governors is the university's senior governing body and, as such, is responsible for establishing its legal and administrative framework, which includes the adoption of the university's mission and strategic directions, the approval of the budget, the appointment of senior administrators, the establishment of policies, procedures and regulations in connection with the university's governance, the adoption of tuition fees, and the conferment of honorary degrees. The detailed list of the Board's functions and powers is found in [Section 9](#) of the By-Laws.

STANDING COMMITTEES

The work of the Board is supported by its ten standing committees which regularly report to the Board and bring forward recommendations as required. A full description of each committee's composition and mandate is included in the [Mandates of the Standing Committees of the Board of Governors](#).

APPEALS COMMITTEE

Reviews and makes recommendations regarding any matter referred to it by the Chair of the Board in accordance with its superintending power over decisions affecting the university.

AUDIT COMMITTEE

Monitors the internal audit function and enterprise risk management process, reviews and makes recommendations to the Board regarding changes to accounting policies and practices and regarding the approval of the audited financial statements and the appointment of the external auditors.

EMPLOYEE BENEFIT COMMITTEE

Reviews, monitors and makes recommendations to the Board regarding modifications to employee group insurance and benefit plans, except for plans that are exclusively for employee groups with primary membership of part-time employees, and makes recommendations to the Board regarding modifications to the Pension Plan.

EXECUTIVE COMMITTEE

Reviews draft Board agendas and documentation, and decides on matters requiring urgent attention between Board meetings.

FINANCE COMMITTEE

Reviews and makes recommendations to the Board regarding the integrated operating, capital and cash budgets, and examines and reports on the quarterly results and projections in relation thereto, reviews and recommends all major university borrowings, financings and expenditures.

GOVERNANCE AND ETHICS COMMITTEE

Reviews and makes recommendations to the Board regarding governance rules and related policies and procedures, oversees the application of the Code of Ethics, recommends the appointment of external Governors, Board Chair and Vice-Chairs, Chancellor and Deputy Chancellor, and evaluates the performance of the Board.

HONORARY DEGREE AND CONVOCATION COMMITTEE

Approves matters relating to convocation policy, reviews and makes recommendations regarding proposals for honorary degree and faculty awards of distinction recipients.

HUMAN RESOURCES COMMITTEE

Recommends and oversees the implementation and application of human resources policies for the university's employees and senior management personnel, makes recommendations to the Board in connection with the collective bargaining mandates as well as tenure and sabbatical leave of academic personnel.

PART-TIME EMPLOYEE BENEFITS COMMITTEE

Reviews, monitors and makes recommendations to the Board regarding modifications to employee group insurance and benefit plans that are exclusively for employee groups with primary membership of part-time employees.

REAL ESTATE PLANNING COMMITTEE

Reviews and makes recommendations to the Board regarding plans for the management and development of the university's real estate, makes recommendations regarding policies and major expenditures with respect to the construction, expansion, repairs and renovations of buildings, facilities, premises and properties as well as the acquisition or disposal thereof.

MEETINGS

Members of Board were convened to seven meetings during the 2020-21 academic year:

September 16, 2020	March 10, 2021
October 21, 2020	April 14, 2021
December 9, 2020	May 19, 2021
January 27, 2021	June 16, 2021

All Board and Board standing committee meetings were held virtually due to the public health situation.

The highlights of the main topics discussed during those meetings are summarized below.

COVID-19 PANDEMIC

As has been the case since the spring of 2020, the President and the senior leadership team regularly updated the Board on the impact of the COVID-19 pandemic and the work, initiatives and actions undertaken to address the challenges in relation thereto.

PROJECT UNITY

As the University was preparing to go live with the new systems for human resources, finance and procurement in the fall 2021, a major deliverable for Concordia, regular reports on the progress of the project were delivered to the relevant Board Standing Committees and the Board.

ESTABLISHMENT OF THE SCHOOL OF HEALTH

Years of research and stakeholder consultation culminated in the Board approval in June 2021 of the framework for a new, interdisciplinary School of Health. Emerging from discussions that began in 2015 as part of the [Double our Research Strategic Direction](#), the [School of Health](#) will serve as a showcase for the diversity of health research at Concordia and will consist of three transversal hubs, reflecting existing research strengths across the University: Community Health Hub, Clinical Research and Prevention Hub, and Biomedical Science and Engineering Research Hub. These hubs are designed to facilitate interdisciplinary research within and across them.

POLICY DOCUMENTS

During the academic year, the Board approved or amended the following policy documents:

- Revisions to the *Capital, Asset Management, Funding and Financing Policy* ([CFO-4](#)): This Policy, formerly entitled *Capital Asset Management and Financing Policy*, was renamed and amended to reflect the integration of the operating, capital and cash budgets. This formalizes the university's financing program and introduces a second key funding indicator. Although the Policy already provided for the Active Debt/FTE, which measures the resources required to deliver our academic and research mission, the revised Policy provides an integrated funding framework, which includes the Strategic Debt/FTE and measures the resources needed to secure the university's long-term development capacity.
- Adoption of the *Endowment Spending and Capital Encroachment Policy* ([CFO-11](#)): The university is now consolidating its financial statements with those of the Concordia University Foundation (CUF) in order to recognize the ever-growing assets of the CUF as part of the university's global financial

position. As part of the consolidation with CUF, the university formalized the management of its endowments with the adoption of this Policy. Among other things, the Policy provides for a governance framework for the spending rate, distributions towards earmarked needs and capital protection of the global endowed capital.

- Adoption of the *Information Security Policy* ([VPS-33](#)): This new Policy has been elaborated as part of the university's institutional cybersecurity management program and is a key enabler for Concordia to confirm its commitment in that domain and establish the required governance framework to strengthen information security across the institution. With this Policy, Concordia complies with the *Directive sur la sécurité de l'information gouvernementale*, as required by the Québec government for public bodies.
- Revisions to and adoption of employment and remuneration policies: The objectives of the revisions and development of these policies were to comply with section 5.11 of the *Règles Budgétaires* as well as to harmonize and update employment practices for senior administrative personnel and employees not governed by a collective or other agreement.

The following four Policies were revised:

- *Policy on Employment and Remuneration of Senior Administrators, Deputy Provosts, Vice-Provosts and Associate Vice-Presidents* ([BD-8](#)) (formerly entitled *Policy on the Remuneration and Evaluation of Senior Administrators*);
- *Policy on Employment and Remuneration of Academic Administrators* ([HR-40](#)) (formerly entitled *Remuneration and Evaluation Guidelines for Academic Administrators*);
- *Policy on Employment and Remuneration of Managerial and Other Employees not Governed by a Collective or Other Employment Agreement* ([HR-39](#)) (formerly entitled *Remuneration and Evaluation Guidelines for Managerial and Other Employees not Governed by a Collective or Other Agreement*); and
- *Omnibus Policy on the Remuneration of Senior Administrative Personnel* ([BD-11](#)).

The following new Policy was adopted:

- *Policy on Employment and Remuneration of the Academic Deans and the University Librarian* ([BD-17](#)).
- Revisions to the *Procurement Policy* ([CFO-20](#)): The revisions aim to address key pillars, such as user experience and processes, governance, and compliance with applicable legislation. The revised Policy will take effect in the Fall 2021.

GENERAL

To deepen their knowledge and understanding of the university's operations, academic life, ongoing initiatives and partnerships during the year, Governors benefited from presentations and updates from the following individuals on the following topics:

- Amy Fish and Lisa White presented the highlights of the [Ombuds Office annual report](#) and the [Office of Rights and Responsibilities annual report](#), respectively.
- Graham Carr, Roger Coté, Anne Whitelaw, Paula Wood-Adams and Michael Di Grappa presented the Sustainability Action Plan 2020 – 2025 which informed Governors on the five streams of the Plan: Sustainable Food Systems Plan, Zero Waste Plan, Climate Action Plan, Sustainability in Research Plan and Sustainability Curriculum Plan.
- Sandra Gabriele and Robert Cassidy presented an update on Teaching and Learning at Concordia and addressed the transition to remote delivery.
- Nadia Bhuiyan delivered a presentation on the future of work-integrated learning and how the Experiential Learning Office supports activities and offers services across the university for students to benefit from experiential learning.
- Anne Whitelaw delivered a presentation entitled *Equity, Diversity, Inclusion and Decolonization* at Concordia to inform Governors on the various initiatives to address concerns related to the topic of the presentation.

FINANCES

Throughout the year, the Board was kept apprised of the university's evolving financial situation via reports provided by the Finance Committee, the Chief Financial Officer as well as the President.

A deficit of \$29.7 million for 2020-21 was reported. That deficit is solely attributable to the impact of the pandemic; prior to the pandemic the university was on track to record a surplus.

The Board discussed the strategic considerations which informed the 2021-22 budget decisions. The 2021-22 integrated operating, capital and cash budget adopted in the spring is a future-oriented budget and aligns with the university's vision to adapt and innovate. The 2021-22 budget combines prudent management with investments to address priority needs but also to support our institutional momentum. In short, the deficit is both structural — reflecting the impact of COVID-19 — and strategic — investing in the future of Concordia.

HUMAN RESOURCES

Reports on the status of the labour negotiations were provided to Governors throughout the year. The Board also ratified collective bargaining settlements between the university and:

- Concordia University Faculty Association (CUFA)
- Concordia University Library Employees Union (CULEU)
- Concordia University Management and Administrative Employees (ACUMAE)
- Syndicat des travailleuses et travailleurs des métiers de Concordia STTMC-CSN (CSN-Trades)
- Concordia University Continuing Education Part-Time Faculty Union (CSN) (CUCEPTFU)
- Concordia University Professional Employees' Union (CSN) (CUPEU)
- Concordia University Part-Time Faculty Association (CUPFA)
- Concordia University Support Staff Union (CUSSU)
- Concordia University Union of Support Staff-Technical Sector (CSN) (CUUSS-TS)
- United Steel Workers, Local 9599, Loyola campus (Métallos)
- the Public Service Alliance of Canada/TRAC union (Teaching and Research Assistants at Concordia – TRAC)

APPOINTMENTS

Following successful searches conducted in accordance with the *Policy on Senior Administrative Appointments* (BD-5):

- Michael Di Grappa was appointed Vice-President, Services and Sustainability for a term beginning on October 1, 2020 and ending on September 30, 2025;
- Mourad Debbabi was appointed Dean of the Gina Cody School of Engineering and Computer Science for a term beginning on June 1, 2021 and ending on May 31, 2026; and
- Anne Whitelaw was appointed Provost and Vice-President, Academic for a term beginning on July 1, 2021 and ending on June 30, 2026.

Following a successful evaluation conducted in accordance with the *Policy on the Remuneration and Evaluation of Senior Administrators* (BD-8), Denis Cossette was reappointed Chief Financial Officer for a second term beginning on August 1, 2021 and ending on July 31, 2026.

On recommendation of the Governance and Ethics Committee:

- Helen Antoniou was reappointed Chair of the Board of Governors for a term beginning on July 1, 2021 and ending on June 30, 2024;
- Claude Joli-Coeur was reappointed Vice-Chair of the Board representing the external members while Frédérica Martin was reappointed Vice-Chair of the Board representing the internal members, both for a one-year term beginning on July 1, 2021;
- Ken Brooks and Adriana Embiricos Coumondouros were reappointed for a term beginning on July 1, 2021 and ending on June 30, 2024;
- Gary N. Chateram was appointed for a term beginning on July 1, 2021 and ending on June 20, 2024; and
- Norman Hébert jr. and Michael Novak were conferred the title of Governor Emeritus

The Concordia University Alumni Association nominated the following Governors:

- Kim Fuller was appointed for a term beginning on July 1, 2021 and ending on June 20, 2024; and
- Philippe Pourreaux was reappointed for a term beginning on July 1, 2021 and ending on June 20, 2024.

REAL ESTATE

In keeping with the university's short and long-term space development plan, Board approval was sought and obtained in connection with several renovation and construction projects.

ANNUAL REPORT ON DISCLOSURE OF WRONGDOINGS REQUIRED UNDER ARTICLE 25 OF AN ACT TO FACILITATE THE DISCLOSURE OF WRONGDOINGS RELATING TO PUBLIC BODIES

In accordance with *An Act to facilitate the disclosure of wrongdoings relating to public bodies* (the "Act"), the university approved the *Policy on Employee Disclosure of Wrongdoings (BD-16)* which identified a Designated Official who is responsible for receiving and treating the disclosure of wrongdoings. Currently, the Designated Official is the Secretary-General.

During the 2020-21 academic year, the Designated Official received three disclosures. Given that the subject matter of two of these disclosures did not fall within the Designated Official's mandate as prescribed by the Act, the processing of those two disclosures was ended and each was referred to the appropriate internal resource. The third disclosure was sent for information only and no investigation was required or appropriate.

The foregoing constitutes the public dissemination required under the Act.

MEMBERSHIP

The membership of the Board of Governors, effective June 1, 2021, included 25 members as well as one alternate Governor and one non-voting observer.

Ex-officio

Graham Carr
President and Vice-Chancellor

External members

Helen Antoniou (Chair of the Board)
Executive Coach and Strategy Consultant

Françoise Bertrand, O.C., C.Q.
Administratrice de sociétés

Jeff Bicher, CFRE
Chief Development and Organizational Culture Officer
Sylvan Adams YM-YWHA

Antoinette Bozac
Corporate Services Executive and Board Director and Trustee

Ken Brooks
Senior Vice-President
Ernst & Young

Gina Cody
President
Gina Cody Foundation

Pat Di Lillo
Vice-President, Finance
Sidcan

Adriana Embiricos Coumondouros
Consultant
The Libra Group

Rana Ghorayeb
President and Chief Executive Officer
Otéra Capital

Caroline Jamet
Executive Director, Radio & Audio
Radio-Canada

Odile Joannette
Director of Indigenous Programs
Canada Council for the Arts

Claude Joli-Coeur (Vice-Chair of the Board)
Government Film Commissioner and President
National Film Board of Canada

Georges Paulez
Board Director

Philippe Pourreaux
Vice-President, Valuations
PricewaterhouseCoopers LLP

Suzanne Sauvage
President and Chief Executive Officer
McCord Museum

Representing the Faculty

William Bukowski
Professor and Director
Centre for Research in Human Development

Roy Cross
Associate Professor
Department of Cinema

Selvadurai Dayanandan
Professor and Chair
Department of Biology

Claudine Mangen
Associate Professor
Department of Accountancy

Robert Soroka
President
Concordia University Part-time Faculty Association

Ted Stathopoulos
Professor
Department of Building, Civil and
Environmental Engineering

Representing Graduate Students

Prasanth Shunmugam

Representing Undergraduate Students

Isaiah Joyner
Chelsea Okankwu (alternate)

Representing the Administrative and Support Staff

Frédérica Martin (Vice-Chair of the Board)
Senior Advisor, Office of the Associate Dean
AACSB Accreditation

Non-voting observer

Jonathan Wener, C.M.
Chancellor

Secretary-General

Frederica Jacobs
Secretary-General and General Counsel

Secretary of the Board of Governors

Danielle Tessier
Associate Secretary-General



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