

**MINUTES OF THE OPEN SESSION MEETING
OF THE BOARD OF GOVERNORS**

Held on Wednesday, March 11, 2020, at 4 p.m.
in Room GM 410 (Board of Governors Meeting Room)
on the SGW Campus

PRESENT

Governors: Norman Hébert jr., *Chair*, Helen Antoniou, *Vice-Chair*, Françoise Bertrand, Jeff Bicher, Patrice Blais, Antoinette Bozac, Ken Brooks, William Bukowski, Graham Carr, *President and Vice-Chancellor*, Jarrett Carty, Gina P. Cody, Adriana Embiricos, Rana Ghorayeb (*via telephone*), Claudine Mangen, Frédérica Martin, *Vice-Chair*, Michael Novak, Karan Pande, Georges Paulez, Ted Stathopoulos

Alternate Governor: Nicholas Bailey

Also attending: Philippe Beauregard, Sylvie Bourassa, Paul Chesser, Denis Cossette (*via telephone*), Roger Côté, Marc Gauthier, Nadia Hardy, Shelina Houssenaly, Frederica Jacobs (*via telephone*), Lisa Ostiguy, Melodie Sullivan, Anne Whitelaw

ABSENT

Governors: Daniel Cross, Chris Kalafatidis, Philippe Pourreaux, Suzanne Sauvage

Non-voting observer: Jonathan Wener, *Chancellor*

1. **Call to Order**

Mr. Hébert called the meeting to order at 4:01 p.m.

1.1 **Adoption of the Agenda**

Upon motion duly moved and seconded, it was unanimously RESOLVED:

R-2020-1-1 *That the Agenda be approved, including the items on the Consent Agenda.*

CONSENT2. Adoption of the December 11, 2019 Minutes

R-2020-1-2 *That the Minutes of the meeting of the Open Session of December 11, 2019 be approved.*

3. Requests for the use of the Concordia name (Document BG-2020-1-D1)

R-2020-1-3 *That, subject to the conditions set out in the Policy on the Use of Concordia University's Name, Logo and Related Insignia, and the Governance of its Visual Character and Digital Presence (SG-4), the Board of Governors approve the following requests to use the Concordia name:*

- Arab Student Association at Concordia University
- BRASA Concordia
- Concordia Blockchain Club
- Concordia Tennis Team
- iGEM Concordia
- Independent Jewish Voices Concordia
- PennyDrops at Concordia
- Vietnamese Concordia Association

4. Designation of "Responsable de l'application des règles contractuelles" (RARC)
(Document BG-2020-1-D2)

R-2020-1-4 *That the Board of Governors designate the Chief Financial Officer as "Responsable de l'application des règles contractuelles" (RARC) for Concordia University in accordance with the Act respecting contracting by public bodies.*

5. Audit Committee report (Document BG-2020-1-D3)6. Finance Committee report (Document BG-2020-1-D4)

These reports were submitted for information purposes.

REGULAR7. Business arising from the Minutes not included on the Agenda

There was no business arising from the Minutes not included on the Agenda.

8. President's report (Document BG-2020-1-D5)

Dr. Carr highlighted a few items included in his written report and apprised Board members of some complementary information summarized as follows:

- He mentioned the passing of Chancellor Emeritus Jacques Ménard and acknowledged his impressive career accomplishments and strong ties to his alma mater.
- He thanked all students and staff for their work in making Concordia's Open House on February 15, 2020 a great success.
- A conciliation process started in December 2019 between the University and CULEU, the library support staff union. CULEU members were mandated to strike at the beginning of the year, but the University remains confident that an agreement will be reached.
- Last night, the provincial government presented its 2020/2021 budget, which is positive for the education sector in general. The budget remains to be analyzed to see how much is allocated to general operating funds and to special projects. Another positive element of the budget is that it includes investments that will support research and innovation, which could translate into great opportunities for Concordia.
- Concerning the COVID-19 situation, the University's actions are guided by the Public Health Agency of Canada and the provincial government's recommendations. The primary goal is to protect the health of our internal community and to be a civic partner to the external community. The University is careful to provide communications that are factual, do not induce panic and remind our community to be respectful of one another. Since the first case in China, the University is in continued communication with students abroad and works closely with host institutions. E-blasts have been sent and continue to be sent to the community to provide updates and answer FAQs, raise awareness and share governmental recommendations. In addition, designated individuals have been assigned to receive questions from students, staff and faculty, and specific sections for each group have been developed on the Concordia's COVID-19 information webpage. Dr. Carr confirmed to the Board that a combination of pull and push communication is used to ensure the best possible result for keeping the community informed. A committee comprised of academic and non-academic employees led by Mr. Côté is in constant discussion regarding the rapidly evolving situation to analyse contingency plans, such as cancelling campus events and University business travels. Dr. Carr stated that the University takes seriously the anxiety this situation may create. The University is committed to helping students complete the term and/or graduate, and is looking into scenarios to deliver the rest of the semester if in-person classes are no longer feasible. The University is also discussing the potential impact on the exam period and the summer session.

9. Report on compliance with environmental legislation and health and safety (EH&S) regulations (Document BG-2020-1-D6)

Mr. Côté conveyed the highlights of the report, which covers the reporting period for the fourth quarter and the full year of 2019.

10. Governance and Ethics Committee recommendations:

10.1 Revisions to the *Policy on Conflict of Interest* (BD-4) (Document BG-2020-1-D7)

- 10.2 Revisions to the Code of Ethics and Professional Conduct applicable to Members of the Board of Governors and Members of Committees Established by the Board (BD-10)
(Document BG-2020-1-D8)
- 10.3 Adoption of the Policy on University Policies (SG-6) (Document BG-2020-1-D9)
- 10.4 Adoption of the Policy on Conferral of the Emeriti Title by the Board of Governors (SG-7)
(Document BG-2020-1-D10)

The Committee Chair, Ms. Bertrand, introduced these items. Me Sullivan conveyed the impetus for the revisions of the two existing policies and for the development of the two new policies.

Upon motion duly moved and seconded, it was unanimously RESOLVED:

- R-2020-1-5 *That, on recommendation of the Governance and Ethics Committee, the Board of Governors approve the revisions to the Policy on Conflict of Interest (BD-4).*
- R-2020-1-6 *That, on recommendation of the Governance and Ethics Committee, the Board of Governors approve the revisions to the Code of Ethics and Professional Conduct applicable to Members of the Board of Governors and Members of Committees Established by the Board (BD-10).*
- R-2020-1-7 *That, on recommendation of the Governance and Ethics Committee, the Board of Governors approve the Policy on University Policies (SG-6).*
- R-2020-1-8 *That, on recommendation of the Governance and Ethics Committee, the Board of Governors approve the Policy on the conferral of the Emeriti title by the Board of Governors (SG-7).*

Further to a question regarding the membership of the review committee for the *Policy on Conflict of Interest (BD-4)*, Ms. Tessier indicated that she would clarify the membership and update the document as required.

The point was made regarding the importance of having an outreach strategy for the community to be aware of the existence of these policies and their content. Me Jacob and Me Sullivan conveyed that the University Secretariat frequently works with the University Communications Services to disseminate University policies and, for relevant policies, face-to-face meetings are organized to present the policies in detail.

11. Audit Committee recommendation: Adoption of the Policy on Employee Disclosure of Wrongdoings (BD-16) (Document BG-2020-1-D11)

The Committee Chair, Mr. Paulez, introduced this item. Me Sullivan conveyed the impetus for the development of the policy.

Responding to a query, Ms. Tessier explained that the Internal Auditor, in their capacity as the Designated Officer, conveys to the Audit Committee the data regarding whistleblowing complaints required under the law. This information is then presented in the Board's annual report. However, there is no report of wrongdoing to date.

R-2020-1-9 That, on recommendation of the Audit Committee, the Board of Governors adopt the *Policy on Employee Disclosure of Wrongdoings* (BD-16).

12. Other business

There was no other business to bring before the Open Session.

13. Adjournment

The meeting adjourned at 4:49 p.m.



Danielle Tessier
Secretary of the Board of Governors