



MINUTES OF THE MEETING OF THE BOARD OF GOVERNORS

FEBRUARY 6, 2025 – OPEN SESSION

The meeting was held at the Western Interdisciplinary Research Building, Room 3000 and on Zoom.

Present: Sarah Shortreed, Chair
Amy Bryson, Secretary

Cameron Bailey	Marlene McGrath (Vice-Chair)
Michelle Banik	Geoff Pollock
Arzie Chant	Stephen Poloz
Susan Clarke	Terry Rice
Greg Dick	Alan Shepard
Ed Goehring	Jane Toswell
Lee Greenberg	Joel Welch
Beth MacDougall-Shackleton	Ken Yeung
George McAuley	Noah Zabian

Regrets: Kathleena Henricus, Lori Higgs, Kelly Meighen, Josh Morgan, David Simmonds

By Invitation: Karen Bertrand, Althea Blackburn-Evans, Ruban Chelladurai, John Doerksen, Paul Eluchok, David Foster, Geoffrey Little, Lynn Logan, Jane O'Brien, Penny Pexman, Aisha Raja, Florentine Strzelczyk, Caroline Whippey

Secretariat: Bonnie Brown
Resource:

Chair S. Shortreed called the meeting to order at 10:00 a.m.

1.0 **Land Acknowledgement**

M. Banik offered a land acknowledgement.

2.0 **Approval of Agendas and Minutes**

2.1 **Adoption of Agenda – Open Session**

Moved by S. Clarke, seconded by A. Chant:

That the agenda for the open session be approved, as circulated.

CARRIED

2.2 **Approval of the Open Session Minutes of the Meeting of November 21, 2024**

Moved by M. McGrath, seconded by G. McAuley:

That the open session minutes of the meeting of November 21, 2024 be approved, as circulated.

CARRIED

2.3 **Business Arising from the Minutes**

None.

3.0 **Report of the President**

In addition to the written report provided in advance of the meeting, A. Shepard, President & Vice-Chancellor, highlighted several positive initiatives on campus including the introduction of scholarships supported by the Workplace Safety & Insurance Board (WSIB) and the various events being hosted in celebration of Black History Month.

In terms of the current political context in the U.S., A. Shepard advised they are assessing whether the recent freeze on foreign aid by the U.S. will have an impact on Western researchers and partners, particularly those in sub-Saharan Africa.

A. Shepard commented on his recent Toronto Star Opinion piece calling for the government to reverse its decision on limiting international student admissions to graduate programs. The increase in national and international media attention on Western's accomplishments was noted; appreciation was extended to the Communications team.

A. Shepard concluded his report by announcing Western will again be recognized as a top employer in southwestern Ontario. Appreciation was extended to the Human Resources team.

4.0 **COMMITTEE AND SENATE REPORTS**

4.1 **REPORT OF THE PROPERTY AND FINANCE COMMITTEE**

4.1(a) **Key Financial Indicators Report**

L. Logan, Vice-President (Operations & Finance), presented the Key

Financial Indicators report noting it is a culmination of the financial monitoring/compliance reporting that is provided to the Audit Committee and to the Property and Finance Committee throughout the year.

L. Logan highlighted the outcomes on the dashboard report and reported she does not expect any changes to Western's S&P credit rating this year.

E. Mallory, Vice-President (Financial Services), advised the report is reviewed annually to ensure relevant information continues to be provided and further noted the metrics presented are backward looking.

L. Logan responded to questions of clarification regarding the financial indicators and the financial position of the University as at April 30, 2024.

4.2 **REPORT OF THE FUND RAISING AND DONOR RELATIONS COMMITTEE**

4.2(a) **Proposed Revisions to MAPP 2.1 – Gift Acceptance and Rescission of MAPP 2.28 – Gift Valuation**

K. Bertrand, Vice-President (University Advancement), presented for approval revisions to MAPP 2.1 – Gift Acceptance and the rescission of MAPP 2.8 – Gift Valuation. She summarized the notable revisions to the policy and the rationale for those changes.

In response to questions, K. Bertrand described the process that is carried out when assessing donor risk/reputational risk to the University. The importance of delineating the acceptance of the gift from the naming process was emphasized.

Moved by J. Welch, seconded by M. Banik:

That, on the recommendation of the Fund Raising and Donor Relations Committee, the Board of Governors approve the revised MAPP 2.1 Gift Acceptance policy, as presented in item 4.2(a);

And,

That, on the recommendation of the Fund Raising and Donor Relations Committee, the Board of Governors rescind MAPP 2.28 - Gift Valuation.

CARRIED

4.3 **REPORT OF THE SENIOR POLICY AND OPERATIONS COMMITTEE**

4.3(a) **Revisions to MAPP 1.35 - Non-Discrimination, Harassment and Sexual Misconduct Policy**

A. Raja, Director (Human Rights), presented the revisions to MAPP 1.35 - Non-Discrimination, Harassment and Sexual Misconduct.

A. Raja began her report by describing the directive from the Minister of Colleges and Universities regarding new requirements to be included in university policy.

A. Raja described the structure of the policy, the consultation completed, and the amendments made to the policy and procedures.

A. Raja and D. Foster, University Legal Counsel, responded to questions of clarification regarding the application of MAPP 1.35 in relation to the Student Code of Conduct; the use of interim measures during the review process and supports to the victim/complainant during this period; the application of the policy to guests of the University; and limits to freedom of speech that are contained in the Freedom of Expression policy.

Moved by T. Rice, seconded by G. McAuley:

That, on the recommendation of the Senior Policy and Operations Committee, the Board of Governors approve the revisions to MAPP Policy 1.35 – Non-Discrimination, Harassment and Sexual Misconduct as presented in Item 4.3(a).

CARRIED

4.4 **REPORT FROM SENATE**

4.4(a) **Annual Report of the University Librarian**

G. Little, Chief University Librarian, presented the Annual Report of the University Librarian and responded to questions of clarification regarding the library's approach to AI, use of digital materials, the disposition of the Brescia collection, the relationship with the London Public Library, staffing levels, and potential use of the Brescia library space.

5.0 **UNANIMOUS CONSENT AGENDA**

Moved by S. Clarke, seconded by B. MacDougall-Shackleton:

That the items listed on the consent agenda, with the exception of Items 5.1(c), 5.1(d), 5.1(e), 5.1(f), and 5.3(b), be approved or received for information by the Board of Governors by unanimous consent.

CARRIED

5.1 **ITEMS FROM THE PROPERTY AND FINANCE COMMITTEE**

5.1(a) **New Scholarships, Awards, and Prizes**

A report on the terms of reference approved by the Property and Finance Committee for the new donor-funded scholarships, awards, and prizes was received for information.

5.1(b) **Ancillary Financial Report**

The Ancillary Financial report was received for information.

5.1(c) **Update on the 2024-25 Operating Budget as of December 31, 2024**

Removed from consent. See Item 6.1.

5.1(d) **Annual Report on Trademark Licensees doing Business with the Dellelce Family Bookstore**

Removed from consent. See Item 6.2.

5.1(e) **Report of the Investment Committee**

Removed from consent. See Item 6.3.

5.1(f) **Dancap Private Equity Professorship in Change and Innovation**

Removed from consent. See Item 6.4.

5.1(g) **Chair in Mining Law and Finance: Name Change**

A report from the Property and Finance Committee advising the Board of Governors on the approved renaming of the Cassels Chair in Mining Law and Finance, established in 2012 at the Faculty of Law, to the Chair in Mining Law and Finance was received for information.

5.2 **ITEM FROM THE AUDIT COMMITTEE**

5.2(a) **Western’s Office of the Ombudsperson Annual Report**

The annual report of Western’s Office of the Ombudsperson was received for information.

5.3 **ITEMS FROM THE GOVERNANCE AND BY-LAWS COMMITTEE**

5.3(a) **Revisions to Procedure for Policy 1.51 – Establishing New Policies or Amending Existing Policies**

A report describing the revisions to the procedure for *MAPP 1.51 – Establishing New Policies or Amending Existing Policies* was received for information.

5.3(b) **Revisions to the Terms of Reference for the Senior Policy and Operations Committee**

Removed from consent. See Item 6.5.

5.4 **ITEMS FROM THE FUND RAISING AND DONOR RELATIONS COMMITTEE**

5.4(a) **Fund Raising Quarterly Report to October 31, 2024**

The quarterly report on fund raising as at October 31, 2024 was received for information.

5.4(b) **Naming Opportunities**

A report on the approved naming of room IVEY 1238 in the Richard Ivey Building as the Meston Room was received for information.

5.5 **ITEMS REFERRED BY SENATE**

5.5(a) **Annual Report of the Office of Academic Quality and Enhancement (OAQE)**

The annual report from the Office of Academic Quality and Enhancement was received for information.

5.5(b) **Report of the Academic Colleague**

A report summarizing the November 2024 meeting of the Academic Colleague was received for information.

6.0 **ITEMS REMOVED FROM THE CONSENT AGENDA**

6.1 **Update on 2024-25 Operating Budget as of December 31, 2024**

An update on the 2024-25 operating budget as of December 31, 2024 was received for information.

Administration responded to questions of clarification regarding the nature of the higher than budgeted expenses for labour disruptions/collective agreement renewals and the unbudgeted expenses related to the encampment and related protests on campus during the summer of 2024.

6.2 **Annual Report on Trademark Licensees doing Business with the Dellelce Family Bookstore**

The annual report on trademark licensees doing business with the Dellelce Family Bookstore (previously Western Bookstore) was received for information.

In response to a question regarding the rationale for the report being presented to the Board, L. Logan advised the report is presented to the Board under MAPP 1.17- Licensed Commercial Use of University Name and Trademarks.

6.3 **Report of the Investment Committee**

The report of the Investment Committee was received for information.

In response to a question, L. Logan advised on the status of the next Responsible Investing Report. A link to three previously published reports may be found on the [Financial Services](#) webpage. It was noted the Responsible Investing Report was created to communicate Western's progress in decarbonization and sustainable investments.

L. Logan advised Western's investment strategy is driven by MAPP 2.26 - Statement of Investment Objectives, Policies and Governance (SIOP&G) approved by the Board April 2022. She further advised this strategy is still being implemented.

In response to a question regarding more recent calls to implement human rights considerations into Western's investment strategy, L. Logan, advised on the due diligence required to better understand human rights considerations.

The suggestion for one or two Town Hall meetings annually to share information and receive questions was taken under advisement.

6.4 **Dancap Private Equity Professorship in Change and Innovation**

A report from the Property and Finance Committee advising the Board of Governors on the approved establishment of the Dancap Private Equity Professorship in Change and Innovation in DAN Department of Management and Organizational Studies in the Faculty of Social Science was received for information.

Questions concerning the assessment of reputational risk were addressed by K. Bertrand and A. Shepard.

6.6 **Revisions to the Terms of Reference for the Senior Policy and Operations Committee**

Revisions to the Terms of Reference for the Senior Policy and Operations Committee (SPOC) were presented for approval.

Moved by G. Dick, seconded by M. Banik:

That, on the recommendation of the Governance and By-Laws Committee, the Board of Governors approve the revised Terms of Reference for the Senior Policy and Operations Committee as outlined in item 5.3(b).

CARRIED

Those speaking against the motion, raised concerns regarding transparency, insufficient reporting to the Board, the absence of internal members on the committee, and the process for requests for access to the Board. There was a request that the Terms of Reference return to the committee for further review.

In response, it was noted the Terms of Reference were revised in 2015 following a governance review and those terms have been consistent for some time. With respect to reporting, it was noted that matters addressed in SPOC come to the Board in the same way matters come to the Board from all committees. It further was noted that across Ontario universities there is a committee of the Board that operates similar to SPOC.

7.0 **QUESTIONS FROM MEMBERS FOR THE OPEN SESSION**

In response to a question, L. Logan and P. Pexman described the timeline for users to move into the Biomedical Research Facility. P. Pexman advised biweekly updates are being provided to users.

8.0 **OTHER BUSINESS**

None.

9.0 **ADJOURNMENT TO CLOSED SESSION**

On motion, the meeting adjourned at 11:53 a.m.

S. Shortreed
Chair

A. Bryson
University Secretary