



**Minutes of the OPEN Session of the
Board of Governors
Held by Web Conference on September 29, 2020 at 4:00 p.m.**

Present: J. Lieberman, Chair
J. Leclerc, Secretary

J. Anderson	C. Andrusiak	D. Archer	M. Benarroch	J. Dela Cruz
J. DeSouza-Huletey	L. Hyde	K. Lee	C. Loewen	L. Magnus
A. Mahon	T. Matthews	N. Murdock	K. Osiowy	S. Prentice
L. Reimer	K. Smith	J. Taylor		

Regrets: C. Onyebuchi S. Sekander

Assessors: J. Morrill S. Woloschuk

Officials: N. Andrew C. Cook S. Foster D. Jayas
A. Konowalchuk L. McKinley G. Pasioka J. Ristock

Guests: L. Schnarr B. Usick

1. ANNOUNCEMENTS

The Chair announced that the provincial government has appointed five new Board members. He welcomed Juanita DeSouza-Huletey, Lynette Magnus, Carson Andrusiak, Daniella Archer, and Chibueze Onyebuchi. He explained that Ms. Andrusiak, Ms. Archer, and Mr. Onyebuchi are students replacing Mardi McNicholl, Kaitlyn Clarke, and Darius Hunter.

The Chair offered his congratulations on behalf of the Board to Mr. Osiowy and Ms. Lee on their reappointment to the Board and noted that Ms. Linden's term on the Board had ended. On behalf of the Board he thanked the outgoing Board members for their contributions to the Board and the University.

On behalf of the Board of Governors, the Chair congratulated Naomi Andrew on her new role and welcomed her to her first Board meeting in her new role as Acting Vice-President (Administration). He then offered congratulations to Paul Soubry Jr., Michael Nesbitt, and John Kearsey on having been selected to receive the Manitoba Philanthropy Award for 2020.

FOR ACTION

2. APPROVAL OF THE AGENDA

The Chair noted that the Investment Policy Statement for the University Investment Trust (UIT) was removed from the Unanimous Consent Agenda for discussion and would be dealt with under matters for approval from the Finance, Administration, and Human Resources Committee.

It was moved by Dr. Reimer and seconded by Ms. Lee:

THAT the agenda for the September 29, 2020 meeting be approved as amended.

CARRIED

3. MINUTES (Open) Session

3.1 Approval of the Minutes of the August 11, 2020 Open Session as circulated or amended

It was moved by Dr. Reimer and seconded by Ms. Loewen:

THAT the minutes of the August 11, 2020 Open session be approved as circulated.

CARRIED

3.2 Business Arising

There was no business arising from the minutes.

4. UNANIMOUS CONSENT AGENDA

The Chair reminded members that this part of the agenda is used to approve routine matters that are not controversial and do not normally generate much discussion and said that if any member of the Board wants to ask a question, discuss, or oppose an item on the consent agenda; they can request that in advance through the Secretary's Office or ask that it be removed before the Chair calls for a mover and seconder for the motion. He noted the removal of the Investment Policy Statement from the Consent Agenda for discussion, which would be discussed after item 6.1.

The Report of the Senate Committee on Awards [Dated June 11, 2020] was received for information.

FOR INFORMATION

5. NEW BUSINESS

5.1 Report from the President

Dr. Benarroch said since he prepared his written report, the COVID Recovery Steering Team was restructured and is now operational. He said the Committee, chaired by Todd Mondor, Deputy Provost, comprises four different teams:

- a. Academic, Chaired by Mark Torchia, Vice-Provost (Teaching & Learning);
- b. Research, chaired by Jay Doering, Associate Vice-President (Partnerships);
- c. Health and Safety, chaired by Marcia Anderson, Vice-Dean, Indigenous Health, Rady Faculty of Health Sciences; and
- d. Operations, chaired by Andrew Konowalchuk, Associate Vice-President (Administration).

Dr. Benarroch noted that membership of the steering committee and the four teams was expanded to include at least four faculty members and at least two students among the membership. He said he was pleased to see that 80 to 90 faculty members and students volunteer to serve on the committees.

President Benarroch confirmed that the for winter term classes will continue to be delivered remotely, with only a small number of in person classes. He explained that this decision was made early to provide some certainty on what lies ahead for students in the event they wish to withdraw from the winter term courses they planned to take, and to provide sufficient lead-time for instructors to prepare the classes. He noted that the federal government is not currently issuing visas to international students, as was reported in the Winnipeg Free Press, and he expects no movement from the federal government on that decision. Dr. Benarroch noted that labs would still be offered, the gym and open study spaces would remain open, as would St. John's and St. Paul's Colleges food services. He added that the Bookstore would be open for curbside pickup only.

The President stated that he met with Board members in small group meetings, and said that he enjoyed the less formal environment. He added that he has been doing listening meetings across campus. He said he spoke with major donors in these meetings and heard how pleased and excited they are about what the University is doing in terms of the Pandemic. He noted that he would also participate in the Alumni Association Annual General Meeting in the next week.

Dr. Benarroch informed the Board that he was asked to give a presentation to the Province's Treasury Board about the University's financial situation. He said he and his executive team submitted a transitional document in preparation for that meeting.

5.2 First Year Experience Initiatives – Fall 2020

The Chair welcomed Laurie Schnarr, Vice-Provost (Students), and Brandy Usick, Executive Director, Student Engagement & Academic Success, to present on the initiatives developed for first year students this fall.

Ms. Schnarr said she and Ms. Usick would provide a progress report on the approach that was planned for the First Year Experience in the virtual learning environment. She began with a video of returning students welcoming the first year students and offering advice, noting the diversity of the students as they were from both campuses, were both urban and rural, and came from a cross-section of academic programs.

Ms. Schnarr said she was pleased to see that 5000 first year students registered for classes this fall. She noted that the UM Commons was a gateway and a hub for students to access the array of resources available. She said they were very happy with the level of engagement with this website as a lot of new digital content was created for it that is timely and relevant to the challenges students are facing. A student communities page helped to let students know what opportunities they were for them and also communicated the importance of Indigenous knowledge and perspectives, enabling them to access the Indigenous Student Centre and the International Centre.

Ms. Usick spoke about UM Essentials, one of the programs created and launched for the First Year Experience which was designed to get students up to speed and connect them with upper level students. She said an online orientation program had been introduced in 2019 and this year's results show an improvement in both engagement and completion. She said that the online orientation session offered modules for engagement and connection and students were able to complete badges and a certificate over the eight weeks it was offered. She added that the discussion threads online were very active and turnout and engagement were good.

Ms. Usick said that Math Boot camp was also introduced this year, a three-week opportunity for students to connect. She said it was offered by the Department of Mathematics in the Faculty of Science to 474 students who registered. Also offered this year was Prep Week, which was five days of programming with 51 sessions delivered remotely. She said over 1500 students registered for multiple prep week sessions. Of the sessions offered, Ms. Usick said the most popular ones were skill-based workshops and faculty based sessions, and the feedback offered by students was positive, many noting that they felt prepared to learn at the University and others indicating a level of comfort and confidence in using online learning systems.

Ms. Schnarr stated that Welcome Day was attended by 2036 students and 1864 students participated in sessions delivered by First Year Centre academic advisors and Student orientation volunteers. She added that six concurrent sessions were offered. She noted that this was a great way to kick off the academic term.

Dr. Ristock thanked Ms. Schnarr and Ms. Usick for the presentation and thanked them for their creativity and innovation in developing a meaningful program for new students. She said the popularity and success of the program indicate that a number of these positive initiatives should continue beyond the COVID-19 pandemic to increase opportunities for students to engage.

Members of the Board were pleased with the success of the program, noting that it would be a great story to share with the University community. Dr. Benarroch stated that sharing the story with the Board is the start of promoting the innovation and success of the program. He said programs like this will supplement the normal work of the University, as it may be that many students are more comfortable participating remotely. He said the University would continue to get this message out.

On behalf of the Board, the Chair thanked Ms. Schnarr and Ms. Usick for their outstanding work and for the presentation.

5.3 Enrolment Update

Dr. Ristock spoke to the summary report on Fall term enrolment on page 52 of the meeting materials. She noted that the enrolment numbers were good news and were somewhat surprising. She said there had been uncertainty about what would happen with enrolment and a decline had been predicted, however there were positive increases in enrolment. She said that most classes were offered through remote on-line learning, and 30,888 students registered, the first time enrolment surpassed 30,000 students.

Dr. Ristock said increases were seen in both part-time and full-time student registrations, with an 18 percent increase for part-time students. On the other hand, she noted that new international undergraduate enrolment was down by 9.6 percent, and International graduate student registrations were down 36 percent. She noted said that the University will continue to monitor these numbers; in the meantime, more precise numbers would be available in a few weeks, which will help to determine the attrition rate.

Members of the Board noted that some individual faculties saw some decreases in enrolment, in the College of Medicine courses in particular. Dr. Ristock said she would look into why that is the case and would advise the Board accordingly.

One Board member asked why there is a discrepancy between what the President reported as a 2.7 percent increase, and the 3.7 percent jump seen in part-time students. In response, Dr. Ristock said exploring the enrolment patterns and the opportunities to engage with part-time students will come when the firm numbers are available from the Office of Institutional Analysis. Additionally, she said that surveys could be used to engage with students to determine their needs and the reasons for enrolling the way they did. Dr. Benarroch said it is likely that Dr. Ristock's data is correct. He added that the University needs to give more thought to its part-time students, who are often underemployed.

FOR APPROVAL

6. FROM FINANCE, ADMINISTRATION, & HUMAN RESOURCES

6.1 Revision to the *Respectful Work and Learning Environment Policy* and the *Sexual Assault Policy*, and Related Procedure

Ms. Lee introduced this item, and asked Ms. Andrew to provide an overview of the review process. Ms. Andrew reviewed her slide presentation, highlighting the following:

- The legislation states that the policies are to be updated every four years and the university intends to continue the update process on a three-year cycle;
- The policy review goals include seeking and addressing community feedback received since the last review in September 2016, clarification of rights and responsibilities of community members, updating policies to reflect best practices in addressing and responding to prohibited conduct within our community, and ensuring compliance with legislation;
- the policy review committee began work on the review process in 2017 with broad representation from faculty, staff, and students;
- the community consultation process was undertaken between May 2018 and November 2018 through various feedback mechanisms;
- Feedback was sought from 28 different groups across the university and 124 unique responses were submitted through the feedback website and 260 community members participating in in-person sessions and town hall meetings; and
- The review committee undertook a 40-day consultation period in early 2019 and again in early 2020 after the path forward report was released.

Ms. Andrew reported the following key changes made to the policies as a result of the review:

- The words sexual harassment and sexual assault were removed from the *RWLE Policy*;
- The *Sexual Assault Policy* became the *Sexual Violence Policy*, addressing sexual harassment and sexual assault;
- The *RWLE and Sexual Assault Procedures* were renamed the *Disclosures and Complaints Procedure*, which is applicable to both the RWLE and SV policies;
- Documents are easier to understand for the University Community;
- The terms “disclosure”, “formal complaint”, “consent”, and “sexual violence” are clearly defined;
- More focus is placed on supports, resources, and protection from reprisals;

- Annual Reporting is now formalized'; and
- The Sexual Violence Policy has a clarified purpose and will now recognize the role of societal factors on sexual violence.

Regarding changes in procedure, Ms. Andrew said the informal resolution process and the interim measures have been more thoroughly explained, the emphasis has shifted to trauma-informed practice, cross-examinations are explicitly prohibited, there is no longer a limitation period for filing a complaint, and in cases where alcohol or substance abuse is involved there will be no disciplinary action. Additionally, confidentiality obligations and expectations have been clarified for Disclosures and at various stages of Formal Complaint. In rare cases, the University may disclose limited information where group, department, faculty impacted

Ms. Andrew noted the Path Forward Report was released in mid-2019 and since that time, a number of recommendations specific to policy were addressed by the Policy Review Committee. With respect to next steps, she said the message and materials would be distributed through staff and student emails, and online educational modules will be offered along with the distribution of information and linking sheets. She added that educational sessions will be provided for the university community.

Ms. Andrew noted that two recommendations from the Path Forward Report have not yet been integrated into the Plan, and Community consultations will be undertaken to assist the Path Forward Implementation Committee in proper implementation of those two recommendations.

Following the presentation, discussion ensued. Members of the Board commented that the policies are incredibly complicated. It was noted by the UMFA Assessor that UMFA has some concern that the Sexual Violence Response Centre is not at arms-length from the University, which may present a conflict because the University has a vested interest in the Centre. Other Board members noted some concern that the number of avenues available for disclosure may cause uncertainty in some individuals about the way to make a disclosure which may result in fragmented reporting and difficulty in seeing the whole picture of the degree of danger on campus.

The UMFA Assessor expressed concern that harassment and discrimination-free workplace language should be used throughout the documents, although “respectful” and “collegiality” are troublesome words to academic staff of the University. It was noted that Academic freedom is a right, but also a responsibility and the use of these terms may impose a chill on free expression.

Ms. Andrew said that UMFA’s comments were taken into account as they do have valid concerns; however, there are also many other perspectives. She said that the multi-avenue disclosure option is a reflection of the “no wrong door” concept, as it acknowledges the need for people to have options so they can determine how and to whom they may make a disclosure.

She added that the Sexual Violence Response Centre will coordinate so as to minimize shuffling of those who disclose.

Ms. Andrew said the procedures will be released at the same time as the policies. She said the online modules are also being updated. Regarding the use of the terms “respectful” and “collegial”, she noted that she has discussed this with UMFA over many years. She said the importance of academic freedom is recognized in the documents and provisions for academic freedom prevailing are available if a conflict should arise.

Some members of the Board indicated their appreciation for the thorough consultations undertaken by the Review Committee, and the excellent documents that are the result. It was noted that communication and the rollout plan are very important with a comprehensive and detailed policy and procedure. Ms. Andrew said that the Office of Conflict and Human Rights will focus on a comprehensive communications strategy and will offer workshops and training.

A Board member asked whether the education is voluntary or is a requirement for University staff. Ms. Andrew said that some offices do require it, although there is not currently mandatory RWLE training on campus. Members of the Board commented that they look forward to hearing more about the education and training plan, because it is important that everyone is educated about the policies in order to assist when disclosures are made. Members of the Board encouraged the University to consider mandatory training. Ms. Andrew said the education is part of orientation and people received emails to remind them when they need to take the training. She added that her office is looking into this.

One Board member stated that the policies need to be managed well to get results, and culture may have to be taken into account. A comment was made that all leaders should have mandatory training and students need to know what their rights are, especially international students.

It was moved by Dr. Anderson and seconded by Dr. Reimer:

THAT the Board of Governors approves the revisions to the *Respectful Work and Learning Environment Policy*, the revisions to the *Sexual Assault Policy*, and the revisions to the *RWLE and Sexual Assault Procedure*

CARRIED

On behalf of the Board, the Chair thanked and congratulated Ms. Andrew and all of the team who worked on this.

6.2 Investment Policy statement

Ms. Lee stated that the Finance committee had considered this at its meeting on November 5 and is recommending approval by the Board of Governors.

Mr. McKinley said the existing investment policy has been in place for many years and has served the University well. He said that AON, the trust and investment committee's investment consultant, sent a white paper with updated best practices and recommendations for what the University should think about in respect to the investment Policy Statement. The said the Statement guides the Committee and is provided to the University's investment managers. Mr. McKinley stated that he had developed a brand new statement, incorporating AON's recommendations and best practices and brought it to the Committee for discussion this fall. The resulting documents is presented to the Board today for approval. He noted that he has received positive feedback on the Statement. Once approved it will be posted on the University website and shared broadly.

One Board member said that the way the University invests is important, and a fulsome discussion should take place at the Board level around how the document can and should go further in speaking to responsible investing. It was noted that the fossil fuel industry sector, an area in which the University has invested, is not performing well, due in part to the severe impacts of fossil fuels on the environment and the climate. Many institutions have committed to divestment of fossil fuel, though there are pragmatic, financial, economic, and science reasons that should be considered in determining how the University wants to invest going forward. Because the Investment Policy Statement is significant policy document, the Board should consider the need to consider the content of these investments.

Mr. McKinley noted that the University has signed on to a Charter in 2020 committing to address climate change through its investments. He added that there is now a committee on responsible investing that has broad representation and will hold its first meeting on Thursday. He said AON will attend to share their expertise in this area. He added that it will take some time to finalize a recommendation, likely a year or more. He added that the Committee is looking at this issue and considering ESG factors, even as the investment industry changes. He stated that divesting will be a Board of Governors discussion and decision.

One Board member expressed her option that the University should look quickly at adopting this document as an interim document, or adding a codicil stating will this will be addressed in a set timeline, as speedily as possible.

President Benarroch stated that this document is intended to provide a guide to the committee and the University, and can be passed for that purpose. The University could approve the statement now and ask that the board receive a report on the Committee's progress in six months.

A question arose about the Trust Investment committee. In response, Mr. McKinley said that there are no specific requirements for community members to have certain expertise, however, the Committee recruits people who have significant investment background and is also open to

other representation as well, and sometimes a human resource or legal expert is added. He noted that the Vice-President (Administration) appoints community members to the Committee, adding that it is important to have independent people on the Committee.

Members of the Board were in support of bringing this matter back to the Board for a comprehensive discussion due to its importance to students and to the environment. The Chair requested, and Mr. McKinley agreed, that a progress report be provided to the Board in six months. Mr. McKinley noted that the Committee is advisory to the Board of Governors and the responsible investing working group is a subcommittee of the Trust Investment Committee. A suggestion was made that there should be some Board of Governors representation on the working group.

Mr. McKinley requested direction from the Board on what was expected of the Committee and of the Report, noting that divesting is complicated and views are diverse.

The Chair said that Board members interested in serving on the working group should contact Mr. Leclerc.

A Board member requested information at the next Board meeting with a general comparison of how our returns have been compared to other Universities. Mr. McKinley committed to providing that report as well as a comparison of what is typical in investment trusts and endowments.

One board member commented that there are Committees that went through this statement in detail and it is important not to lose sight that a number of experts are involved in this process through the consultants, managers, and experts on the committees, so this statement has been reviewed extensively.

It was moved by Mr. Osiowy and seconded by Dr. Reimer:

THAT the Board of Governors approve the new Investment Policy Statement that governs the investment and administration of the assets of the UIT, which is more commonly known as the Endowment Fund.

CARRIED

The Chair thanked Mr. McKinley for his efforts, noting that this is a good policy to move forward with, as it will change as the ESG aspects are considered.

MOTION TO MOVE TO CLOSED & CONFIDENTIAL SESSION

It was moved by Dr. Anderson and seconded by Mr. Osiowy:

THAT the meeting move into Closed and Confidential Session

CARRIED

Approved 2020_12_01, but not signed.

Chair

University Secretary