



UNIVERSITY OF ALBERTA

UNIVERSITY GOVERNANCE

Board of Governors Board of Governors (Special Meeting) Open Session Minutes

Monday, June 02, 2014
2-31 South Academic Building (SAB)
11:00 AM - 12:00 PM

ATTENDEES:

Voting Members:

Shenaz Jeraj	Vice-Chair, Member, General Public
Dick Wilson	Vice-Chair, General Public
Nathan Andrews	Member, Graduate Students' Association
Mike Belosevic	Member, General Faculties Council
Don Fleming	Member, Alumni
Jane Halford	Member, Alumni
Sangram Hansra	Member, Students' Union
James Heelan	Member, General Public
William Lau	Member, Students' Union
Don Matthew	Member, General Public
Christopher Pu	Member, Non-Academic Staff
Wayne Renke	Member, Academic Staff (AASUA)
Bernd Michael Reuscher	Member, Senate
Michael Ross	Member, General Public
Indira Samarasekera	Member, President
Robert H. Teskey	Member, General Public
Ralph Young	Member, Chancellor

Non-Voting Officials Appointed by the President:

Lorne Babiuk	Vice-President (Research)
Phyllis Clark	Vice-President (Finance and Administration)
Marion Haggarty-France	University Secretary
Brad Hamdon	General Counsel
Don Hickey	Vice-President (Facilities and Operations)
Deborah Holloway	Secretary
O'Neil Outar	Vice-President (Advancement)
Debra Pozega Osburn	Vice-President (University Relations)
Olive Yonge	Deputy Provost

Regrets:

Douglas O. Goss	Chair, General Public
Carl Amrhein	Provost and Vice-President (Academic)
Marcia Lang	Senior Strategic Advisor to the President
William Lau	Member, President, Students' Union
Steven LePoole	Member, General Public
Ray Muzyka	Member, General Public
Nizar Somji	Member, Public

Presenter(s):

Don Matthew
Phyllis Clark

Member, Board of Governors
Vice-President (Finance and Administration), Office of the Vice-President
(Finance and Administration)

Martin Coutts

Associate Vice-President (Finance and Supply Management Services), Office
of the Vice-President (Finance and Administration)

Shenaz Jeraj
Lorne Babiuk

Member, Board of Governors
Vice-President (Research), Office of the Vice-President (Research)

Staff:

Deborah Holloway, Board Secretary and Manager of Board Services
Geeta Sehgal, Acting Assistant Board Secretary

OPENING SESSION

1. Call to Order

Presenter(s): Shenaz Jeraj

Ms Holloway confirmed that the attendance constituted quorum. The Acting Chair called the meeting to order at 11:00 a.m.

2. Approval of the Agenda

Materials before members are contained in the official meeting file.

Presenter(s): Shenaz Jeraj

The Vice-President (Research) requested that an additional item be added to the agenda, as Item 5.

The motion was moved and seconded.

THAT the Board of Governors approve the Open Session Agenda as presented.

Carried

3. Conflict of Interest - Opportunity for Declaration Related to the Agenda

Presenter(s): Shenaz Jeraj

The Acting Chair made note of the following:

- The University of Alberta has policy and procedure in place for Conflict of Interest and Conflict of Commitment, and Board members make annual disclosures.
- In addition, Board members must declare any conflict related to the Board Agenda of each meeting and, in the event of such conflict, absent themselves from the discussion and voting on the item.
- The Post-Secondary Learning Act, Section 16(5) states that: The members of the board must act in the best interests of the university.

The Acting Chair invited members to declare conflicts of interest related to the Open Session Agenda of the meeting.

The Acting Chair observed no declarations and declared that the question was duly asked and answered.

ACTION ITEMS

4. Report of the Audit Committee

Presenter(s): Don Matthew

4a. Management's Annual Financial Statements and Review and Draft Financial Analysis

Materials before members are contained in the official meeting file.

Presenter(s): Phyllis Clark

Purpose of the Proposal: To recommend to the Board the approval of the audited Consolidated Financial Statements as required by the *Post-Secondary Learning Act*.

Discussion:

Mr Matthew presented the item, noting that this year's audit process was very well conducted. He acknowledged the efforts and cooperation of management and reported that the Auditor General had offered no new recommendations.

Ms Clark highlighted the excess of revenue over expense of \$18.4 million, noting the unexpected additional investment received from the Provincial Government earlier in the year. She also highlighted the increase in accumulated net asset deficiency.

The presenter responded to questions and comments from members regarding the following matters: the significant risk of the increasing cost of funding benefit programs; and clarity regarding the loss related to derivatives.

The motion was moved and seconded.

That the Board of Governors, on the recommendation of the Board Audit Committee, approve the Audited Consolidated Financial Statements for the year ended March 31, 2014.

Carried

INFORMATION REPORTS

5. Briefing Regarding "Newco"

Presenter(s): Lorne Babiuk

Discussion:

Dr Babiuk reported that the a company, soon to be formally named but currently referred to as "Newco" had been formed to develop Massive On-Line Open Courses (MOOCs), noting that the University would have a share in the new corporation.

The presenter responded to questions and comments from members regarding the following matters: the source of funding for the company's incorporation and operations; whether a business plan is available; who will determine which University courses will be developed by Newco as MOOCs; the role of the Provost in the selection of courses for MOOC development; and whether the developers of the courses will be remunerated.

CLOSING SESSION

6. Adjournment

The Open Session was adjourned at 11:25 a.m.