



Board of Governors
Open Session Minutes

Friday, May 10, 2019
2-31 South Academic Building (SAB)
8:00 AM - 12:00 PM

ATTENDEES:

Voting Members:

Lynn Parish	Appointed Vice-Chair, General Public
Matthew Barnett	Appointed Member, Non-Academic Staff Representative (NASA Appointee)
Mary Pat Barry	Appointed Member, University of Alberta Alumni Association Representative
Akanksha Bhatnagar	Appointed Member, President, Students' Union
Katherine Binhammer	Appointed Member, Academic Staff Representative (GFC Appointee)
Charlene Butler	Appointed Member, University of Alberta Senate Representative
Fahed Elian	Appointed Member, President, Graduate Students' Association
Dominique Grégoire	Appointed Member, General Public
Rowan Ley	Appointed Member, Undergraduate Board of Governors Representative
Kirk MacLeod	Appointed Member, General Public
Ray Muzyka	Appointed Member, General Public
Lynne Paradis	Appointed Member, General Public
Zahra Somani	Appointed Member, General Public
Sheri Somerville	Appointed Member, General Public
Douglas Stollery	Appointed Member, Chancellor
Glenn Stowkowy	Appointed Member, University of Alberta Alumni Association Representative
Owen Tobert	Appointed Member, General Public
Donna Wilson	Appointed Member, Academic Staff Representative (AASUA Appointee)

Non-Voting Officials Appointed by the President:

Steven Dew	Provost and Vice-President (Academic)
Marion Haggarty-France	University Secretary
Brad Hamdon	General Counsel
Gitta Kulczycki	Vice-President (Finance and Administration)
Andrew Sharman	Vice-President (Facilities and Operations)
Kelly Spencer	Interim Vice-President (Advancement)
Catherine Swindlehurst	Chief of Staff (President's Office)
Jacqui Tam	Vice-President (University Relations)
Juli Zinken	Secretary and Manager, Services, Committee Officer

Regrets:

Michael Phair	Appointed Chair, General Public
David Turpin	Appointed Member, President and Vice-Chancellor
Matthias Ruth	Vice-President (Research)

Observer(s):

Laura Beard	Associate Vice President (Research)
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Staff:

Erin Plume, Assistant Board Secretary

OPENING SESSION

1. Chair's Session

Presenter(s): Lynn Parish

1a. Call to Order and Confirmation of Quorum

Presenter(s): Lynn Parish

The Board Secretary confirmed that the attendance constituted quorum. The Vice-Chair called the meeting to order at 8:00 a.m.

1b. Approval of Open Session Agenda

Materials before members are contained in the official meeting file.

Presenter(s): Lynn Parish

The Vice-Chair reminded members that material for Item 4m: *Students' Union Report*, was distributed earlier that week.

The motion was moved and seconded.

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

CARRIED

1bi Review of Consent Agenda

Presenter(s): Lynn Parish

The Vice-Chair invited members to inform her if there were any requests to remove an item from the Open Session Consent Agenda. There were no requests.

1c. Conflict of Interest - Opportunity for Declaration

Presenter(s): Lynn Parish

The Vice-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 Vice-Chair invited members to declare conflicts of interest related to the Open Session Agenda of the meeting. Seeing none, she declared the question asked and answered.

1d. Chair's Remarks

Presenter(s): Lynn Parish

The Vice-Chair welcomed members and guests and acknowledged all Indigenous peoples and the traditional lands on which the Board was gathered. She noted that both the Chair and the President and Vice-Chancellor had sent regrets as they were away on vacation and at meetings, respectively, and that the Provost and Vice-President (Academic) would be filling in for the President.

She offered a warm welcome to the recently-appointed student Board members: Ms Akanksha Bhatnagar, Students' Union President; Mr Rowan Ley, Undergraduate Board of Governors Representative; and Mr Fahed Elian, Graduate Students' Association President. The new members introduced themselves to the Board, and the Vice-Chair then led all members, presenters and guests in a round of introductions. The Vice-Chair noted that the Chair had the opportunity to meet with the new student members before he left and looks forward to working with them.

The Vice-Chair congratulated Mr Nathan Fung, News Editor at the Gateway and frequent observer of Board and Board Committee meetings, on his upcoming convocation.

Finally, the Vice-Chair acknowledged Ray Muzyka and his wife, Leona De Boer, for their generous donation to the University of Alberta to expand the UAlberta Venture Mentoring Service, which will now be called the ThresholdImpact UAlberta Venture Mentoring Service to honour this significant donation from Leona and Ray. Members joined the Vice-Chair in recognizing Dr Muzyka on this recent gift.

2. Report of the President

Materials before members are contained in the official meeting file.

Presenter(s): Steven Dew

Discussion:

In addition to the President's written report, the Provost provided verbal remarks on: the recent provincial election and the continued advocacy for the Council of Post-secondary Presidents of Alberta (COPPOA) principles of increased capacity, affordability, and support for research and innovation; the forthcoming federal election and advocacy work with Universities Canada and the U15 (a collective of Canada's research-intensive universities); an international research symposium, Navigating International Research Opportunities in Times of Global Change, hosted by the Vice-President (Research) in early May; the launch of the Energy Systems signature area; and recent achievements by members of the University community including Dr Dennis Hall, recipient of a Killam Research Fellowship, and Dr Hongbo Zeng, recipient of an E.W.R. Steacie Memorial Fellowship.

3. Report of the University Secretary

Discussion:

The University Secretary provided an overview of the updated Board of Governors meeting portal and the reasons for the change. She explained that although there will be no change to how members access the portal, they will notice enhanced features and continued security, and that the new portal will be in use in time for the June board meeting.

CONSENT AGENDA

4. Approval of the Consent Agenda

Materials before members are contained in the official meeting file.

Presenter(s): Lynn Parish

Action Items

- 4a. Approval of the Open Session Minutes of March 15, 2019
- 4b. Report of the Finance and Property Committee
- 4bi. Collection of GSA Membership, Health and Dental Plan, and Graduate Student Assistance Program Fees
- 4bii. Collection of University of Alberta Students' Union 2019-20 Operating / Referendum Fees
- 4c. Report of the Governance Committee
- 4ci. Committee Appointments
- 4d. Report of the Learning and Discovery Committee
- 4di. Termination of the Bachelor of Arts and Bachelor of Arts (Honors) in Chinese Studies and Japanese Studies, the Bachelor of Arts in Chinese and Japanese, and the minors in Chinese and Japanese

Information Reports

- 4e. Report of the Audit and Risk Committee
- 4f. Report of the Finance and Property Committee
- 4g. Report of the Governance Committee
- 4h. Report of the Human Resources and Compensation Committee
- 4i. Report of the Learning and Discovery Committee
- 4j. Report of the Reputation and Public Affairs Committee

Regular Reports

- 4k. Chancellor's Report
- 4l. Alumni Association
- 4m. Students' Union
- 4n. Graduate Students' Association
- 4o. Association of Academic Staff
- 4p. Non-Academic Staff Association
- 4q. General Faculties Council
- 4r. Board Chair and Board Members Activity Report

The motion was moved and seconded.

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

CARRIED

ACTION ITEMS

- 5. Report of the Human Resources and Compensation Committee

Presenter(s): Ray Muzyka

5a. Advisory Search Committee for President: Guidelines and Procedures

Materials before members are contained in the official meeting file.

Presenter(s): Marion Haggarty-France; Ray Muzyka; Lynn Parish

Purpose of the Proposal: The proposal is before the Board because UAPPOL regulations governing the Presidential search process require that the committee operate with an agreed-upon set of guidelines and procedures.

Discussion:

Dr Muzyka introduced the item, explaining that the processes and timelines are outlined in the materials and that the search committee will be chaired by the Board Chair, with membership including the Chancellor as well as two additional members of the Board of Governors, as approved by the Board Human Resources and Compensation Committee.

Ms Haggarty-France provided an overview of the guidelines and the search process, including minor changes since the last search; the committee composition; the search consultant request for proposals (RFP); the balance between the committee's role to recommend a candidate and the Board's role to approve the recommendation; and the first meeting on June 17 with work continuing in September, and beyond.

She responded to a question from a board member regarding the process for choosing the search consultant.

The motion was moved and seconded.

THAT the Board of Governors, on the recommendation of the Board Human Resources and Compensation Committee, approve the Guidelines and Procedures for the Advisory Search Committee of President, as set forth in Attachment 1 of the agenda documentation.

CARRIED

DISCUSSION ITEMS

6. Report of the Finance and Property Committee

Presenter(s): Owen Tobert

6a. Integrated Asset Management Strategy - Guiding Principles

Materials before members are contained in the official meeting file.

Presenter(s): Andrew Sharman

Purpose of the Proposal: To introduce the guiding principles upon which all decisions related to the management of the institution's infrastructure assets are made.

Discussion:

Mr Tobert introduced the proposal and emphasized the importance of guiding principles for asset management. Mr Sharman provided an overview of the principles and explained that the principles were developed as a response to the risk of deferred maintenance, based on *For the Public Good* objectives, and will be used to drive asset-management decisions. The final strategy will return to the Board for final approval in June.

Mr Sharman and Dr Dew responded to questions from committee members regarding the process for determining deferred maintenance costs; how to anticipate emerging technologies, pedagogical innovations, increased capacity, government and cultural changes, and community needs; whether future infrastructure

changes will address climate change; whether public use, childcare, and cycling were considered; how to balance security with accessibility; and the probability of the renewal of provincial lights-on funding (facility operating costs).

7. Report of the Governance Committee

Presenter(s): Lynn Parish

7a. Review of Board Standing Committee Terms of Reference

Presenter(s): Marion Haggarty-France

Purpose of the Proposal: For information / discussion.

Discussion:

Ms Haggarty-France provided an update on the draft standing committee terms of reference, noting emerging themes of risk management, policy approval, and the definition of committee independence; that each set of terms was reviewed by its committee over the last meeting cycle so that members could provide feedback, and that final drafts will be considered by the Board of Governors in June.

She responded to questions from committee members regarding student representation on committees and when committee vacancies will be filled.

CLOSING SESSION

8. Other Business

Presenter(s): Lynn Parish

There was no other business.

9. Adjournment

Presenter(s): Lynn Parish

The Vice-Chair noted that the Board Chair, Vice-Chair, University Secretary, and Board Secretary recently attended Canadian University Board Association (CUBA) conference, and congratulated the University Secretary for her role as Chair of CUBA, noting that her work reflects positively on the University of Alberta.

The Chancellor reminded board members of the upcoming convocation and tenth anniversary celebrations for USchool and shared a poster created by a USchool student that demonstrates the impact that USchool can have on students.

The Vice-Chair adjourned the open session at 9:15 am.