



# UNIVERSITY OF ALBERTA

## UNIVERSITY GOVERNANCE

### Board of Governors Open Session Minutes

Friday, June 17, 2022  
Council Chamber, 2-100 University Hall  
8:00 AM - 12:00 PM

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#### **ATTENDEES:**

##### Voting Members:

Kate Chisholm	Appointed Chair, General Public
Guy Bridgeman	Appointed Vice-Chair, General Public
Zarina Bhambhani	Appointed Member, Additional Member
Ayaz Bhanji	Appointed Member, University of Alberta Alumni Association Representative
Heather Bruce	Appointed Member, Academic Staff Representative (AASUA Appointee)
Charlene Butler	Appointed Member, General Public
Alexander Dorscheid	Appointed Member, Undergraduate Board of Governors Representative
Daniel Eggert	Appointed Member, General Public
Anas Fassih	Appointed Member, President, Graduate Students' Association
Bill Flanagan	Appointed Member, President and Vice-Chancellor, University of Alberta
Peggy Garritty	Appointed Member, Chancellor
Mona Hale	Appointed Member, General Public
Janice MacKinnon	Appointed Member, General Public
Abner Monteiro	Appointed Member, President (Students' Union)
Sett Policicchio	Appointed Member, General Public
Thomas (Tom) Ross	Appointed Member, General Public
Margot Ross-Graham	Appointed Member, University of Alberta Senate Representative
Rakesh Saraf	Appointed Member, General Public
Andrei Tabirca	Appointed Member, Non-Academic Staff Representative (NASA Appointee)
Robert Ryan Thompson	Appointed Member, University of Alberta Alumni Association Representative
Dilini Vethanayagam	Appointed Member, Academic Staff Representative (GFC Appointee)
Paul Whittaker	Appointed Member, General Public

##### Non-Voting Officials Appointed by the President:

Steven Dew	Provost and Vice-President (Academic)
Todd Gilchrist	Vice-President (University Services and Finance)
Brad Hamdon	General Counsel and University Secretary
Elan MacDonald	Vice-President (External Relations)
Aminah Robinson Fayek	Vice-President (Research and Innovation)
Andrew Sharman	Vice-President (Facilities and Operations)
Catherine Swindlehurst	Chief Strategic Officer (President's Office)
Juli Zinken	Board Secretary and Manager of Board Services

##### Regrets:

Lillian Zenari	Appointed Member, Additional Member
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##### Presenter(s):

Derek Brodersen	Chair, Board Investment Committee
Deborah Eerkes	Sexual Violence Response Coordinator
Florence Glanfield	Vice-Provost (Indigenous Programming & Research)
Sheetal Mehta Walsh	Senior Advisor to the President
Wendy Rodgers	Deputy Provost
Barry Travers	Partner, KPMG

##### Staff:

Erin Plume	Assistant Board Secretary
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The Chair called the meeting to order at 8:00 a.m. and welcomed members and guests. She reminded all in attendance that the open session of the meeting would be webcast to observers.

### **IN CAMERA SESSION OF VOTING MEMBERS ONLY**

Members met *in camera* at the start of the meeting.

### **OPENING SESSION**

#### 1. Chair's Session

*Presenter(s)*: Kate Chisholm

The Chair acknowledged Treaty 6 territory, the traditional and ancestral territory of the Cree, Dene, Blackfoot, Saulteaux, and Nakota Sioux; home to the Metis Settlements and the Metis Nation of Alberta, Regions 2, 3, and 4 within the historical Northwest Metis Homeland; and a traditional gathering place for these diverse Indigenous peoples whose histories, languages, and cultures continue to influence and enrich our community. She indicated that to acknowledge the territory was to recognize the longer history of these lands, and that the acknowledgement signified our commitment to working in Good Relations with First Nations, Metis, and Inuit peoples as we engage in our institutional work, uplifting the whole people, for the University for Tomorrow.

#### 1a. Call to Order and Confirmation of Quorum

*Presenter(s)*: Kate Chisholm

The Board Secretary confirmed that the attendance constituted quorum.

#### 1b. Approval of Open Session Agenda

Materials before members are contained in the official meeting file.

*Presenter(s)*: Kate Chisholm

The motion was moved and seconded.

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

**CARRIED**

#### 1c. Conflict of Interest - Opportunity for Declaration

*Presenter(s)*: Kate Chisholm

The Chair invited members to declare any conflicts of interest related to the Open Session Agenda. Alex Dorscheid, Anas Fassih, and Abner Monteiro declared an apparent conflict of interest for Item 6, *2023-2024 International Tuition Fee Proposal for Incoming Students*, due to their positions as Undergraduate Student Representative, President of the Graduate Students' Association, and President of the Students' Union, respectively. The Chair acknowledged the perceived conflict, noting that the conflict was manageable because the Board Bylaws allow for student conflicts for tuition, and expressing the importance of the Board understanding student perspectives on tuition matters. She indicated that the student members would be allowed to participate in the discussion and vote.

Seeing no other conflicts, the Chair declared the question asked and answered.

1d. Chair's Remarks

*Presenter(s):* Kate Chisholm

The Chair acknowledged the first in-person Convocation ceremonies since the pandemic. She noted that it was a wonderful experience and recognized the efforts of the Chancellor and everyone involved.

The Chair thanked members who attended the Board's annual recognition dinner the night before to honour the Board's outgoing and recently retired members. She expressed her appreciation for the remarkable individuals who served on the Board and its committees over the past year and especially acknowledged Ayaz Bhanji and Ryan Thompson, who were both attending their final Board of Governors meeting as alumni representatives on the Board. The Chair then welcomed Chris Ashdown, who, with Kate Young, was recently elected, pending Ministerial appointment, to succeed A Bhanji and R Thompson on the Board of Governors.

3. Report of the President

Materials before members are contained in the official meeting file.

*Presenter(s):* Bill Flanagan

*Discussion:*

In addition to his written report, President Flanagan provided verbal updates on the first international trip of his tenure to Germany and Switzerland with Vice-President (Research and Innovation) Aminah Robinson Fayek, noting the importance of research partnerships in the area; as well as recent world university rankings from Times Higher Education, and the QS World University Rankings, which ranked the University of Alberta in the top eight percent of institutions globally.

**CONSENT AGENDA**

3. Motion to Approve the Consent Agenda

Materials before members are contained in the official meeting file.

*Presenter(s):* Kate Chisholm

At the request of a member, the Chair removed Item #3h, *Proposed Bachelor of Biomedicine Dual Degree, Faculty of Medicine and Dentistry*, from the Consent Agenda.

- 3a. Approval of the Open Session Minutes of May 13, 2022
- 3b. Approval of the Open Session Minutes of May 30, 2022  
Report of the Finance and Property Committee
- 3c. Tuition: Proposed Dental Assisting Certificate
- 3d. Allocation of Strategic Initiatives Funds  
Report of the Governance Committee
- 3e. Governors of the University of Alberta Mandate and Roles Document  
Report of the Learning, Research and Student Experience Committee
- 3f. Change of Status of the Faculty of Extension
- 3g. Termination of the ALES Specialization in the Master of Engineering
- 3h. Proposed Bachelor of Biomedicine Dual Degree, Faculty of Medicine and Dentistry – item removed

The motion was moved and seconded.

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

**CARRIED**

**ACTION ITEMS**

*Report of the Learning, Research and Student Experience Committee*

*Presenter(s):* Janice MacKinnon

3h. Proposed Bachelor of Biomedicine Dual Degree, Faculty of Medicine and Dentistry

Materials before members are contained in the official meeting file.

*Presenter(s):* Steven Dew

*Purpose of the Proposal:* To seek approval of the Bachelor of Biomedicine Dual Degree Program.

*Discussion:*

The Provost responded to a question from the Board regarding how the university addresses potential risks related to international partnerships.

The motion was moved and seconded.

THAT the Board of Governors, on the recommendation of the Board Learning, Research and Student Experience Committee and General Faculties Council, approve the proposed Bachelor of Biomedicine Dual Degree as set forth in the attachments and for implementation upon final approval.

**CARRIED**

*Report of the Learning, Research and Student Experience Committee*

*Presenter(s):* Janice MacKinnon

4. Braiding Past, Present and Future: University of Alberta Indigenous Strategic Plan

Materials before members are contained in the official meeting file.

*Presenter(s):* Florence Glanfield

*Purpose of the Proposal:* To seek endorsement of *Braiding Past, Present and Future: University of Alberta Indigenous Strategic Plan* to enact existing institutional commitments on Indigenous Initiatives across the institution.

*Discussion:*

S Dew acknowledged the leadership of F Glanfield and Nella Sajlovic, Indigenous Strategies Manager, and J MacKinnon expressed appreciation for the plan's comprehensiveness and presentation, noting that it had been unanimously endorsed the Board Learning, Research and Student Experience Committee. A member commented that the strategic plan set a high standard and was a pivotal example for how to plan for the future.

The motion was moved and seconded.

THAT the Board of Governors endorse *Braiding Past, Present and Future: University of Alberta Indigenous Strategic Plan*, as set forth in Attachment 1.

**CARRIED unanimously**

Report of the Finance and Property Committee

*Presenter(s)*: Rakesh Saraf

5. Innovation Fund

Materials before members are contained in the official meeting file.

*Presenter(s)*: Bill Flanagan; Sheetal Mehta Walsh; Barry Travers

*Purpose of the Proposal*: To approve the proposed Innovation Fund.

*Discussion*:

President Flanagan introduced the item, indicating that there was strong support for the proposal across the university.

The President and B Travers responded to questions from members regarding: at what level, if any, there would be investor ownership of common shares; and when the Board Learning, Research and Student Experience Committee would first see any proposed changes to the university's intellectual property policies.

The motion was moved and seconded.

THAT the Board of Governors, on the recommendation of the Board Finance and Property Committee:

- a. subject to the approval of the Minister under section 77 of the Post-secondary Learning Act and approval of the Lieutenant Governor in Council under section 80 of the Financial Administration Act:
  - i. authorize and approve the incorporation of a new corporation (FundCo), a wholly-owned subsidiary of the University of Alberta, including the governance model as is set forth in attachment 4 (Articles of Incorporation) and attachment 5 (By-Law No. 1);
  - ii. authorize the Chair of the Board of Governors or the Chair of the Board Finance and Property Committee, on behalf of the Board as sole shareholder of FundCo, to execute all documents necessary to give effect to the resolutions of the Board of Governors of the University of Alberta pertaining to the establishment of FundCo, and to carry out or have carried out the execution of the organizational documents of FundCo; and
- b. make an application to the Minister of Advanced Education for the required approval.

**CARRIED**

6. 2023-2024 International Tuition Fee Proposal for Incoming Students

Materials before members are contained in the official meeting file.

*Presenter(s)*: Steven Dew; Todd Gilchrist

*Purpose of the Proposal*: To propose tuition fees for the Fall 2023 intake of new international students, compliant with the requirements imposed by Bill 19 and associated Alberta Tuition Framework and Guidelines.

*Discussion*:

The Chair introduced the item, noting the Board of Governors received letters from student representatives earlier that week responding to the international tuition proposal and conveying concerns regarding the impact to students of the proposed increase.

S Dew introduced the item and expressed appreciation for the input of students into the proposal. T Gilchrist acknowledged the student letters' assertion that the university was running a surplus, and reminded members of the components of the operating surplus variance to budget, indicating it was a one-time occurrence and that the 2022-23 budget was the tightest the university had experienced.

S Dew then reviewed the proposal and spoke to the letter from the International Students' Association (ISA), which expressed concerns regarding international student consultation. He noted that consultation requirements outlined in provincial tuition and fee regulations specified student representation through consultation with the Students' Union and Graduate Students' Association, and acknowledged challenges associated with the April / May transition of student leaders.

S Dew responded to questions and comments from the Board regarding: the possibility of sharing more details with student representatives regarding the breakdown of tuition costs and revenue use; concerns related to student mental health, food insecurity, and unequal ability to access financial aid; the Board's responsibilities to balance student financial needs with quality educational experience; whether graduate funding packages would increase; the competitive position of the university's international graduate tuition compared with other post-secondary institutions; the importance of remaining competitive with other post-secondary institutions; how the university is supporting students to receive the financial aid they need; concerns over the length and timing of student consultation; and the importance of increased transparency for students regarding spring and summer term fees within university offer letters.

Following the discussion, the Chair thanked the student representatives for sharing the student perspective, and the Board asked the Learning, Research and Student Experience Committee to consider student (particularly international student) access to mental health resources as well as food insecurity, at a meeting in Fall 2022.

The motion was moved and seconded.

THAT the Board of Governors, on the recommendation of the Board Finance and Property Committee and the General Faculties Council Academic Planning Committee, approve tuition fees for new international students for all programs, as set forth in attachment 1, to take effect for the Fall 2023 intakes.

**CARRIED**

*Report of the Human Resources and Compensation Committee*

*Presenter(s):* Guy Bridgeman

7. College Dean Selection Procedure

Materials before members are contained in the official meeting file.

*Presenter(s):* Steven Dew

*Purpose of the Proposal:* To approve the selection procedure for College Deans.

*Discussion:*

G Bridgeman introduced the item, noting the need to recruit permanent College Deans, and reviewed the Board Human Resources and Compensation Committee's (BHRCC) consideration of the proposal. S Dew then reviewed the procedure, indicating that: it closely followed the Faculty Dean Selection Procedure, but with stronger language related to equity, diversity, and inclusion; as the College Deans would serve an administrative function and the (separate) General Faculties Council process for faculty appointment would remain unchanged, the College Dean procedure fell within the Board's exclusive jurisdiction; and that the procedure included a delegation to BHRCC for the approval of College Dean appointments.

S Dew responded to questions and comments from Board members regarding: how the proposed College Dean selection procedures differed from the Faculty Dean selection procedures; whether a College Dean was an academic or administrative position; concerns that General Faculties Council (GFC) should have been consulted on the proposed changes; the difference between an administrative leave and a College Dean requesting a faculty appointment following their tenure as College Dean; and a recommendation that an explanation for why GFC was not consulted be communicated clearly to the academic community.

The motion was moved and seconded.

THAT the Board of Governors, on the recommendation of the Board Human Resources and Compensation Committee, approve the College Dean Selection Procedure, as set forth in Attachment 1, to take effect upon final approval.

**CARRIED**

8. Faculty Dean Position Description

Materials before members are contained in the official meeting file.

*Presenter(s)*: Steven Dew; Bill Flanagan

*Purpose of the Proposal*: To approve a change in the language in the Faculty Dean Position Description pertaining to reporting.

*Discussion*:

G Bridgeman introduced the item, and President Flanagan reviewed the reasons for the proposed change in reporting relationship, including the necessity of i) giving the College Deans the necessary authority to implement and lead the colleges, and ii) reducing the number of direct reports to the Provost and Vice-President (Academic).

Members proposed a motion to table the changes to the Faculty Dean position description to allow time for consultation with General Faculties Council (GFC), expressing concerns that the proposed motion contradicted the December 2020 Board-approved motion that established the administrative structure of the college model, the role of College Dean, and a timeline for the review of the structure. The President responded to a question regarding how the postponement would affect the proposal, indicating that the College Dean recruitment was time-sensitive and required role clarity.

The motion was moved and seconded.

TO table the item for consideration in Fall 2022 to allow for consultation with General Faculties Council.

**DEFEATED**

President Flanagan, S Dew, and B Hamdon responded to questions and comments from the Board regarding: the recruitment timeline for the permanent College Deans and how it would affect the current Interim College Deans; whether the proposed changes could be affected by the review of the college administrative and leadership structure that was committed to within the December 2020 Board-approved motion; why GFC could not convene a special meeting to consider the proposal; confirmation that the proposal related to an administrative reporting matter and was therefore within the Board's authority; and concern that justifications for the proposal were not sufficient to make an informed decision.

The motion was moved and seconded.

THAT the Board of Governors, on the recommendation of the Board Human Resources and Compensation Committee, approve changes to the Faculty Dean Position Description, as set forth in Attachment 1, to take effect upon final approval.

**CARRIED**

## **DISCUSSION ITEMS**

### **Report of the Investment Committee**

*Presenter(s):* Derek Brodersen

#### 9. **Investment Committee Annual Report**

Materials before members are contained in the official meeting file.

*Presenter(s):* Derek Brodersen

*Purpose of the Proposal:* For information / discussion.

#### *Discussion:*

D Brodersen reviewed the Investment Committee's annual report, including an overview of the performance of the university's endowed and non-endowed funds over the past year, the effects of inflation and mitigation strategies, and policy reviews for the past and upcoming year, including an upcoming review of the university's Statement of Investment Principles and Beliefs.

The Chair thanked the Board Investment Committee and investment team for their work.

### **Report of the Finance and Property Committee**

*Presenter(s):* Rakesh Saraf

#### 10. **Budget Model**

Materials before members are contained in the official meeting file.

*Presenter(s):* Steven Dew; Todd Gilchrist

*Purpose of the Proposal:* To provide an overview of how Budget Model 2.0 is evolving, and to outline conceptual framework for the new budget model

#### *Discussion:*

R Saraf introduced the item, and S Dew briefed members on planning for 'Budget Model 2.0' to allocate funding across faculties, reviewing the history of the budget model, deficiencies of the previous model, current budget model principles, and proposed new principles: equity, collaboration, and strategic. He reviewed the project plan, noting that the new model was intended to be implemented in September 2022.

S Dew responded to questions from the Board regarding: the objective of eliminating inequities; how the proposed changes were determined; how the model would affect the Faculty of Medicine and Dentistry and account for Alberta Health Services; and concerns about the number of budget principles.

### **Report of the Learning, Research and Student Experience Committee**

*Presenter(s):* Janice MacKinnon

#### 11. **Revisions to the Sexual Violence Policy and New Student Conduct**

Materials before members are contained in the official meeting file.

*Presenter(s):* Steven Dew; Wendy Rodgers; Deborah Eerkes

*Purpose of the Proposal:* To share our intended approach to ensuring compliance with the February 2022 communication from the Minister of Advanced Education with regards to sexual violence policy and procedures.



*Discussion:*

J MacKinnon introduced the item, reminding members that the proposal was developed in response to Minister of Advance Education requirements and would return for approval in Fall 2022. D Eerkes then provided an overview of proposed changes to the Sexual Violence Policy as well as a new Student Conduct Policy Suite, noting that all changes were compliant with the Minister's request, and that the proposal would also include revisions to the Code of Student Behaviour, which falls under Board legislated authority.

The Chair of the Audit and Risk Committee confirmed that a recent Board-directed report from the University Auditor had been considered and incorporated into the proposed policy documents.

D Eerkes responded to questions from Board members regarding: the university's authority in incidents that occur off-campus; whether the policy applies to both students and faculty; clarification on appeal processes; and whether more was needed to address issues of power imbalance.

**INFORMATION ITEMS**

Materials before members are contained in the official meeting file.

There were no requests from members to discuss the information items listed below.

12. Action Arising from Previous Meetings
  - i. Metrics Associated with Academic Restructuring (UAT/College Metrics)
13. Report of the Audit and Risk Committee
14. Report of the Finance and Property Committee
  - i. Integrated Asset Management Strategy Dashboard
15. Report of the Governance Committee
  - i. For the Public Good: Final Report
16. Report of the Human Resources and Compensation Committee
17. Report of the Investment Committee
18. Report of the Learning, Research and Student Experience Committee
19. Report of the Reputation and Public Affairs Committee  
Regular Reports
20. Chancellor's Report
21. Alumni Association
22. Students' Union
23. Graduate Students' Association
24. Association of Academic Staff
25. Non-Academic Staff Association
26. General Faculties Council
27. Board Chair Report

**CLOSING SESSION**

28. Adjournment

The Chair adjourned the Open Session at 10:20 a.m.