



Board of Governors
Open Session Minutes

Friday, October 20, 2017
2-31 South Academic Building (SAB)
8:00 AM - 12:00 PM

ATTENDEES:

Voting Members:

Michael Phair	Appointed Chair, General Public
Dick Wilson	Appointed Vice-Chair, General Public
Marina Banister	Appointed Member, President (Students' Union)
Matthew Barnett	Appointed Member, Non-Academic Staff Representative (NASA Appointee)
Mary Pat Barry	Appointed Member, University of Alberta Alumni Association Representative
Charlene Butler	Appointed Member, University of Alberta Senate Representative
David Cooper	Appointed Member, Academic Staff Representative (AASUA Appointee)
Dominique Grégoire	Appointed Member, General Public
LeRoy Johnson	Appointed Member, General Public
Raymond Muzyka	Appointed Member, General Public
Lynne Paradis	Appointed Member, General Public
Lynn Parish	Appointed Member, General Public
Michael Sandare	Appointed Member, Undergraduate Board of Governors Representative
Babak Soltannia	Appointed Member, President (Graduate Students' Association)
Zahra Somani	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
David Turpin	Appointed Member, President and Vice-Chancellor

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)
Heather McCaw	Vice-President (Advancement)
Andrew Sharman	Vice-President (Facilities and Operations)
Catherine Swindlehurst	Chief of Staff (President's Office)
Juli Zinken	Board Secretary and Manager of Board Services

Regrets:

Katherine Binhammer	Appointed Member, Academic Staff Representative (GFC Appointee)
Walter Dixon	Interim Vice-President (Research)
Sheri Somerville	Appointed Member, General Public
Jacqui Tam	Vice-President (University Relations)

Presenter(s):

James Allen	Associate Vice-President (Operations and Management)
Marilyn Buffalo	Senior Indigenous Advisor, Office of the Provost and Vice-President (Academic)
Kelsey Dokis-Jansen	Indigenous Initiatives Manager, Office of the Provost & Vice-President (Academic)
Elmer Ghostkeeper	Indigenous Alumni Relations Lead, Office of Alumni Relations
Philip Stack	Associate Vice-President (Risk Management Services)

Staff:

Erin Plume, Assistant Board Secretary

OPENING SESSION

1. Chair's Session

Presenter(s): Michael Phair

1a. Call to Order and Confirmation of Quorum

Presenter(s): Michael Phair

The Board Secretary confirmed that the attendance constituted quorum. The 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): Michael Phair

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): Michael Phair

The Chair invited members to inform him if there were any requests to remove an item from the Open Session Consent Agenda.

1c. Conflict of Interest - Opportunity for Declaration

Presenter(s): Michael Phair

The 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 Chair invited members to declare conflicts of interest related to the Open Session Agenda of the meeting. Mr Stowkowy declared a general conflict in that his firm does work for the University of Alberta.

Seeing no further declarations, the Chair declared the question asked and answered.

1d. Chair's Remarks

Presenter(s): Michael Phair

The Chair welcomed members and guests and acknowledged all Indigenous peoples and the traditional lands on which the Board was gathered.

He offered a warm welcome to those Board members appointed since the June Board meeting: Mary Pat Barry, who was appointed as a new Alumni Association representative; and Charlene Butler, appointed as representative of the Senate. He noted that Katherine Binhammer had also been appointed as the Board's new General Faculties Council representative but was unable to attend today's meeting.

The Chair then provided an update on the status of the public member search process, noting that the Board had two upcoming vacancies, that an advertisement had been developed with the Ministry, and that the application deadline was today.

The Chair informed members that a handout had been distributed related to the report from the panel on Canada's Fundamental Science Review, more commonly referred to as the "Naylor Report", and that the President would speak to the handout as part of his report later in the meeting.

At the Chair's invitation, Dick Wilson informed Board members about a new initiative he and former member, Shenaz Jeraj, initiated to re-establish and maintain the university's connection with its retired Board members. He invited current Board members to join the group, known as Governors Emeritus Members (GEMs), at the inaugural GEM luncheon on October 30, 2017.

The Chair reminded members of the upcoming fall convocation and its honorary degree recipients, Bob McDonald, the Honourable Jean Côté, and Tricia Smith.

He reminded members that he had an upcoming meeting with Minister Marlin Schmidt and other provincial post-secondary Board Chairs and indicated that he would keep the Board informed regarding the meeting's outcomes.

Finally, the Chair thanked members for participating in the Board Strategic Retreat in August and noted that, going forward, he would be working on implementing the recommendations and outcomes from that retreat.

1e. Smudging Ceremony

Presenter(s): Marilyn Buffalo; Kelsey Dokis-Jansen; Elmer Ghostkeeper

The Chair welcomed Elders Marilyn Buffalo and Elmer Ghostkeeper to the meeting. Mr Ghostkeeper provided opening remarks and an overview of the traditional ceremony and invited all interested members to participate in a smudge.

Following the smudge, the Chair thanked Ms Buffalo and Mr Ghostkeeper for bringing their teachings of ceremony to the Board and also thanked Ms Kelsey Dokis-Jansen, Indigenous Initiatives Manager, for coordinating the ceremony.

2. Report of the President

- Update on the Report of the Advisory Panel on Federal Support for Fundamental Science (Naylor Report)

Materials before members are contained in the official meeting file.

Presenter(s): David Turpin

Discussion:

In addition to his written report, President Turpin provided verbal remarks on: the status of mental health funding, other funding initiatives, and the tuition review; the federal government's Innovation Superclusters Initiative, whose shortlist of nine applicants include five with strong ties to the University of Alberta; and an update on advocacy work by Canadian universities related to recommendations from the Fundamental Science Review (commonly known as the Naylor Report).

At the suggestion of the Board Chair, the President agreed that a demonstration of the Board's support for the Naylor Report recommendations would be beneficial, and the Board agreed to consider a motion authorizing the Board Chair to write to Alberta Members of Parliament; The Honorable Kirsty Duncan, Minister of Science; and The Honorable Marlin Schmidt, Minister of Advanced Education, to demonstrate the Board's strong support for the Naylor Report and endorse the implementation of its recommendations.

The motion was moved and seconded.

THAT the Board of Governors authorize the Board Chair to write to Alberta Members of Parliament; The Honorable Kirsty Duncan, Minister of Science; and The Honorable Marlin Schmidt, Minister of Advanced Education, to demonstrate the Board's strong support for the Fundamental Science Review (commonly known as the Naylor Report) and endorse the implementation of its recommendations.

CARRIED unanimously

Dr Turpin then responded to questions from the Board regarding the university's role in the federal government's Innovation Superclusters Initiative and how the superclusters differ from the fundamental research promoted by the Naylor Report.

The Board then engaged in a discussion regarding student mental health funding, the sustainability of government funding, how funds are distributed at the university, the need for an equitable funding model with per-student funding, and the advocacy work of student associations with government. Zahra Somani, Chair of the Board Safety, Health and Environment Committee (BSHEC), reminded members that student mental health falls within BSHEC's mandate and that the committee has been looking at these issues.

3. Learning Moment: Deferred Maintenance

Materials before members are contained in the official meeting file.

Presenter(s): Andrew Sharman; James Allen; Philip Stack

Purpose of the Proposal: For information / discussion.

Discussion:

Mr Sharman introduced the item, noting that the presentation had previously gone to the Board Finance and Property Committee and the General Faculties Council Academic Planning Committee.

Mr Allen and Mr Stack presented an overview of deferred maintenance at the University of Alberta, reviewing the current status of university buildings' conditions and replacement costs, and indicating that Infrastructure Maintenance Program funding is insufficient due to the number of post-war era buildings that now require maintenance at the same time. They then highlighted university-specific issues, including deferred maintenance of research equipment and limited decant space to accommodate classrooms and offices, indicating that the university was employing priority-based and outcome-based decision making to address its deferred maintenance.

Mr Sharman and Mr Allen responded to questions from the Board regarding: the reason for the \$55 million limit to the annual investment capacity; whether student residences were included in the numbers presented; whether faculties fund the deferred maintenance for their buildings; consideration of inventory-reduction strategies; how the Dentistry-Pharmacy building became a deferred maintenance priority; and consideration of the depreciation of buildings compared with their heritage value.

4. Report from the University Secretary

- 2017 University of Alberta United Way Campaign

Presenter(s): Marion Haggarty-France; Douglas Stollery

Discussion:

Ms Haggarty-France and Chancellor Stollery briefed the Board on the 2017 University of Alberta United Way campaign, reviewing the United Way's history and purpose, noting the university's \$750,000 fundraising campaign goal, and encouraging Board members to participate in the campaign.

CONSENT AGENDA

5. Approval of the Consent Agenda

Materials before members are contained in the official meeting file.

Presenter(s): Michael Phair

Action Items

- 5a. Approval of the Open Session Minutes of June 23, 2017
- 5b. Report of the Finance and Property Committee
- 5bi. Budget Model Principles
- 5bii. Board Finance and Property Committee Terms of Reference
- 5biii. Real Property Compliance Policy Updates
- 5c. Report of the Learning and Discovery Committee
- 5ci. Proposal for the Termination of the Bachelor of Music Liturgical Arts Major and the Bachelor of Music Musical Arts Major, Augustana Faculty
- 5d. Report of the Board Chair
- 5di. Governors of the University of Alberta Mandate and Roles Document

Information Reports

- 5e. Report of the Audit Committee
- 5f. Report of the Finance and Property Committee
- 5g. Report of the Human Resources and Compensation Committee
- 5h. Report of the Investment Committee
- 5i. Report of the Learning and Discovery Committee
- 5j. Report of the Safety, Health and Environment Committee

Regular Reports

- 5k. Chancellor's Report
- 5l. Alumni Association
- 5m. Students' Union
- 5n. Graduate Students' Association (including 2016-17 Financial Statements)
- 5o. Association of Academic Staff
- 5p. Non-Academic Staff Association
- 5q. General Faculties Council
- 5r. 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

6. Report of the Board Chair

Presenter(s): Michael Phair

6a. Establishment of a Board Working Group

Materials before members are contained in the official meeting file.

Presenter(s): Michael Phair; Marion Haggarty-France

Purpose of the Proposal: To approve the establishment and membership of a Board Working Group to respond to action arising from the 2017 Board of Governors' Strategic Retreat.

Discussion:

The Chair provided an overview of the proposal, reminding members that the creation of a Board Working Group to engage in a review of the Board's processes, structure, and role in providing strategic oversight, insight and foresight, was one of the outcomes of the 2017 Board of Governors' Strategic Retreat. He indicated that any future recommendations from the Board Working Group would be brought to the full Board for discussion and approval.

The Chair requested a revision to the proposed working group membership, to include Marina Banister. The Board agreed to consider a motion to this end.

The motion was moved and seconded.

THAT the Board of Governors, on the recommendation of Board Chair, Michael Phair, add Marina Banister to the proposed membership for the Board of Governors' Working Group

CARRIED

The motion was moved and seconded.

THAT the Board of Governors, on the recommendation of Board Chair, Michael Phair, establish a Board of Governors' Working Group, as outlined in Attachment 1, as amended, in response to action arising from the 2017 Board of Governors' Strategic Retreat.

CARRIED

CLOSING SESSION

7. Adjournment

Presenter(s): Michael Phair

The Chair adjourned the Open Session at 9:30 a.m.