



Board of Governors  
Board of Governors Meeting  
Public Session Minutes

Friday, February 11, 2011  
2-1 University Hall (Council Chamber)  
8:00 am – 12:00 pm

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**ATTENDEES:**

Voting Members:

Robert Campenot  
C.H. William Cheung  
Gordon Clanachan  
Roy Coulthard  
Nick Dehod  
Brian Heidecker, Chair  
Jim Hole  
Agnes Hoveland  
Linda Hughes, Chancellor  
Shenaz Jeraj  
Marc de La Bruyère  
Don Matthew  
Ove Minsos  
Jerry Naqvi  
Sol Rolingher  
Indira Samarasekera, President  
Robert Teskey  
Craig Turner

Officials:

Carl Amrhein, Provost and Vice-President (Academic)  
Lorne Babiuk, Vice-President (Research)  
Phyllis Clark, Vice-President (Finance and Administration)  
Marion Haggarty-France, University Secretary  
Brad Hamdon, University General Counsel  
Don Hickey, Vice-President (Facilities and Operations)  
Debra Pozega Osburn, Interim Vice-President (External Relations)  
Dru Marshall, Deputy Provost  
O'Neil Outar, Chief Development Officer

Regrets:

Louis Hugo Francescutti  
Tanya Martelle  
Jay Nagendran

Guests:

Susan Babcock, Administrative Director (Research Ethics Office)  
Bart Becker, Associate Vice-President (Facilities and Operations)  
Deborah Eerkes, Director, Office of Student Judicial Affairs (OSJA)  
Frank Robinson, Vice Provost/Dean of Students  
Wendy Rodgers, Acting Director (Human Research Protections Program)\  
Mary-Jo Romaniuk, Acting Chief Librarian  
George Pavlich, Associate Vice-President (Research)  
Philip Stack, Associate Vice-President, Risk Management Services

Dima Utgoff, Director, Residence Services

Staff: Joan Burke, Board Secretary  
Ann Hodgson, Acting Assistant Board Secretary

Chair: Brian Heidecker  
Scribe: Ann Hodgson

## **OPENING SESSION**

### **1. Chair's Session**

#### **1.1 Call to Order and Confirmation of Quorum**

The Board Secretary, Ms. Burke, confirmed that the attendance constituted quorum. The Board Chair called the meeting to order at 8:05 am.

#### **1.2. Approval of Public Session Agenda**

Motion: Matthew/Cheung

THAT the Board of Governors approve the Open Session Agenda, as circulated.
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**CARRIED**

#### **1.3. Conflict of Interest – Opportunity for Declaration Related to the Agenda**

The Board 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 Board Chair invited members to declare conflicts of interest related to the Open Session Agenda of the meeting. He received a single declaration by Mr. Craig Turner, in regards to Agenda item 7.1 (Motion 2). Mr. Turner will remain in session for the discussion, however, he will abstain from the vote on the proposed Motion. The Board Chair observed no further declarations and declared that the question was duly asked and answered.

#### **1.4 Chair's Remarks**

The Board Chair indicated that the morning's Board sessions will be busy, to be followed by the afternoon's Budget Briefing Session for the Board. The main focus of discussion and anticipated questions regarding the Budget and the Comprehensive Institutional Plan (CIP) documentation, will be deferred to the Budget Briefing session, rather than taking place during the Information Report section.

## 2. Report of the President

Agenda documentation is attached to these Minutes as Item 2.

In addition to her written report, the President also included verbal updates on:

- The U of A reclaiming its title as the world's dodge-ball record holder, after daring to take the title from the University of California (Irvine), with 2,012 university senior administrators, faculty, staff and students competing in the Butterdome. This exciting event engaged all aspects of the four cornerstones in *Dare to Deliver*.
- A Students Communication Network will be identifying eight to ten stories that will reflect the quality of student engagement on campus, as part of a student advocacy communications program. This new shared initiative, supported by the President, from within the portfolios of the Vice-President (External) and Dean of Students, will be communicated through various mediums.
- The National Survey of Student Engagement (NSSE) that will be made available to students on February 15, 2011.
- The *State of the University* Address which she will be presenting on Tuesday, Feb. 15, 2011 at the Myer Horowitz Theatre in the Students' Union Building.
- Colloquy@uAlberta – the University of Alberta Administration “official blog” which was created to offer a forum for direct contact to Senior Administrators, and for information sharing, discussion and debate about current topics relevant to the university.
- The President's recent meeting with the Minister of Advanced Education and Technology and other Campus Alberta Presidents and Board Chairs.
- A significant private event in Ottawa on February 8, 2011, hosted by the University of Alberta to say thank-you to the Government of Canada for their continued support and funding of the Canada Excellent Research Chairs program. The University of Alberta is the national leader with four Chairs named. Fourteen of nineteen Chairs were among the hundred in attendance, and were joined with a strong presence of Government officials, and key stakeholders in the corporate and research sectors.
- The President's recent visit to India with Chief Development Officer, Mr. O'Neil Outar.
- The President's attendance on January 26, 2011, at a World Economic Forum (in Davos, Switzerland) which addressed world events, trends, global challenges and risk management.
- The funding agreement between TEC Edmonton and the City of Edmonton has been successfully renewed by Edmonton City Council.
- Professor emeritus Jacob Masliyah has been elected as a foreign associate to the American National Academy of Engineering. Academy membership honours those who have made outstanding contributions to engineering research, practice or education, and is among the highest professional distinctions accorded to an engineer in the United States.

Following her verbal report, the President responded to questions from Board members on National Survey of Student Engagement (NSSE) results, TEC Edmonton, impact of any proposed Cabinet shuffle on the University, and TEC Edmonton commercialization efforts,

## 3. **Approval of Public Session Minutes**

### 3.1. Approval of the Public Session Minutes of December 10, 2010

Motion: Rolingher/Matthew

THAT the Board of Governors adopt the Open Session Minutes of its meeting on December 10, 2010.

**CARRIED**

## **ACTION ITEMS**

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

#### **4.1. 2010 - 2011 Revised Committee Terms of Reference**

Agenda documentation is attached to these Minutes as Item 4.1.

*Presenters:* Gordon Clanachan, Chair, Board Finance and Property Committee; and Marion Haggarty-France, University Secretary

*Purpose of the Proposal:*

- To ensure that the revised terms reflect current practices regarding Committee composition and to ensure alignment of the composition with the *Post-Secondary Learning Act*.
- To reflect new practices regarding the reporting of enterprise-wide risks.
- To incorporate changes reflected in the revised CEAR policy approved by the Board of Governors on December 10, 2010.
- To make the minor house-keeping editorial changes as indicated.

*Discussion:*

Committee Chair, Mr. Gordon Clanachan introduced this proposal, and reviewed the revisions made to the BFPC Terms of Reference, highlighting the changes required as a result of the new Capital Expenditure Authorization Policy (CEAR) recently approved by the Board of Governors. Board members raised no questions or concerns.

Motion: Clanachan/Coulthard

THAT the Board of Governors, on the recommendation of the Board Finance and Property Committee, recommend that the Board of Governors approve the proposed Terms of Reference for the Board Finance and Property Committee, as set forth in Attachment 1 to the agenda documentation.

**CARRIED**

### **5. Report of the Human Resources and Compensation Committee**

#### **5.1. 2010 - 2011 Revised Committee Terms of Reference**

Agenda documentation is attached to these Minutes as Item 5.1.

*Presenters:* Sol Rolinger, Vice-Chair, Board Human Resources and Compensation Committee; and Marion Haggarty-France, University Secretary

*Purpose of the Proposal:*

- To ensure that the revised terms reflect current practices regarding Committee composition and to ensure alignment of the composition with the *Post-Secondary Learning Act*.
- To reflect new practices regarding the reporting of enterprise-wide risks.
- To make the minor house-keeping editorial changes as indicated.

*Discussion:*

Due to the absence of the Chair, Mr. Marc De La Bruyère, for the February 1, 2011 meeting of the Committee, Mr. Sol Rolingher, Vice-Chair, presented the Report of the Board Human Resources and Compensation Committee. Mr. Rolingher introduced the item and reviewed the proposed changes to the Terms of Reference. Board members raised no questions or concerns.

Motion: Rolingher/De La Bruyère

THAT the Board of Governors, on the recommendation of the Board Human Resources and Compensation Committee, approve the proposed Terms of Reference for the Board Human Resources and Compensation Committee, as set forth in Attachment 1 to the agenda documentation.

**CARRIED**

**6. Report of the Investment Committee**

6.1. 2010 - 2011 Revised Committee Terms of Reference

Agenda documentation is attached to these Minutes as Item 6.1.

*Presenter:* Marion Haggarty-France, University Secretary

*Purpose of the Proposal:*

- To ensure that the revised terms reflect current practices regarding Committee composition and to ensure alignment of the composition with the *Post-Secondary Learning Act*.
- To reflect new practices regarding the reporting of enterprise-wide risks.
- To make the minor house-keeping editorial changes as indicated.

*Discussion:*

Ms. Marion Haggarty-France introduced the Proposed Terms of Reference on behalf of Board Investment Committee (BIC) Chair, Mr. Bob Kamp, and reviewed the proposed revisions. Board members raised no questions or concerns.

Motion: Naqvi/Matthew

THAT the Board of Governors, on the recommendation of the Board Investment Committee, approve the proposed Terms of Reference for the Board Investment Committee, as set forth in Attachment 1 to the agenda documentation.

**CARRIED**

**7. Report of the Learning and Discovery Committee**

7.1. Proposed New Residence Community Standards and Rescission of Existing Standards (Section 98 of the GFC Policy Manual)

Agenda documentation is attached to these Minutes as Item 7.1.

*Presenters:* Carl Amrhein, Provost and Vice-President (Academic), Frank Robinson, Vice-Provost and Dean of Students; Deborah Eerkes, Director, Office of Student Judicial Affairs (OSJA); and Dima Utgoff, Director, Residence Services

*Purpose of the Proposal:*

- To introduce a restorative justice model as the primary means of managing behaviour in the residence community;
- To provide a universal and manageable policy and procedure for the administration of the Community Standards in University of Alberta residences;
- To empower residents to engage in community building and conflict resolution through the restorative process;
- To allow Residence Life staff and processes to focus on the positive rather than simply enforcing rules.

*Discussion:*

The Board Chair welcomed all guests in attendance for this proposal, and invited Dr. Carl Amrhein, Provost and Vice-President (Academic) to introduce the item. Dr. Amrhein reported on the extensive route of consultation and governance that the proposal has received to date, including review and input by Mr. Brad Hamdon, University General Counsel, as well as both Student Association Presidents, Mr. Roy Coulthard, and Mr. Nick Dehod.

Mr. Gerry Kendal, Registrar provided an in-depth overview of the proposal noting that this endeavour has been a twenty-month exercise. Ms. Erkes reviewed the documentation on restorative justice, noting that the University had worked closely with Field Law to mitigate risks and Mr. Utgof reviewed the documentation on Residence Specific Rules.

The breadth of community consultation and discussion throughout the Academy and significant amount of work by the Administration, Graduate Students' Association and Students' Union team was duly recognized by Board members.

Motion I: Teskey/Hoveland

THAT the Board of Governors, on the recommendation of the Board Learning and Discovery Committee, approve the proposed new Residence Community Standards, as submitted jointly by the Offices of the Dean of Students, Student Judicial Affairs, and Residence Services and as set forth in Attachment 3, and approve the concurrent rescission of Section 98 (Residence Community Standards) of the GFC Policy Manual, and as set forth in Attachment 10, all to be implemented September 1, 2011, with 2010-2011 to be employed both as a transition and training year.

**CARRIED**

Mr. Nick Dehod abstained from the Vote.

Motion II: Teskey/Hoveland

The Board Chair noted that Mr. Turner had previously declared a conflict of interest with respect to Motion II, and although he would remain for discussion of the item, he would abstain from the vote on the Motion.

THAT the Board of Governors, on the recommendation of the Board Learning and Discovery Committee, delegate to the University of Alberta's Residence Services and the appropriate Residents' Associations the authority to create and revise, as necessary, the 'Residence Specific Rules' for each residence community, in accordance with the relevant Memoranda of Agreement (MOA) that will be negotiated between Residence Services and the Residents' Associations in 2010-2011, all to take effect September 1, 2011.

**CARRIED**

Mr. Nick Dehod abstained from the Vote.  
Mr. Craig Turner abstained from the Vote.

## 7.2. Human Research Ethics Policy and Procedures (in UAPPOL)

Agenda documentation is attached to these Minutes as Item 7.2.

*Presenters:* Lorne Babiuk, Vice-President (Research), George Pavlich, Associate Vice-President (Research), Wendy Rodgers, Acting Director, Human Research Protections Program and Professor, Faculty of Physical Education and Recreation; and Susan Babcock, Administrative Director, Research Ethics Office

*Purpose of the Proposal:* To consider approval and provide feedback on the proposed Human Research Ethics Policy and related documents.

*Discussion:*

The Committee Chair, Mr. Bob Teskey introduced this item and noted that the motion should include an amendment to remove the words “*subject to the review and approval by GFC Executive on February 7, 2011*”, as a result of the GFC Executive Committee approving the Policy on February 7, 2011. Members agreed that this amendment could be considered a friendly amendment.

Mr. Teskey invited Dr. Lorne Babiuk, Vice-President (Research) to review the proposal. Dr. Babiuk indicated that the University continues to improve and enhance compliance, as reflected in the Human Ethics Research Policy and Procedure (in UAPPOL) and introduced members of the team who had been instrumental in developing and guiding the proposal through the lengthy governance process: Dr. George Pavlich, Dr. Wendy Rodgers and Ms. Susan Babcock. Dr. Pavlich reported that there has been a campus-wide consultation process, including faculty and researchers. The proposal has been reviewed by seven university committees, and received commentary from the University’s Legal Team. Dr. Babiuk expressed gratitude to the entire team who worked on the very detailed and lengthy suite of proposals and procedures.

Motion: Teskey/Coulthard

THAT the Board of Governors on the recommendation of the Board Learning and Discovery Committee approve: (a) the proposed Human Ethics Research Policy (as set forth in Attachment 2), subject to the review and approval by GFC Executive on February 7, 2011; Human Research Ethics Board Structure, Application and Review Procedure (as set forth in Attachment 3); Human Research Ethics Appeals Procedure (as set forth in Attachment 4); and Human Research Ethics Policy (Appendix A) – Roles and Responsibilities of Research Ethics Boards and their Members, the Research Ethics Office and the Director of Human Research Ethics (as set forth in Attachment 5) (all in UAPPOL), as submitted by the Office of the Vice-President (Research), all to take effect upon final approval; and (b) the corresponding rescission of GFC Policy Manual Section 66 (*Human Research – University of Alberta Standards for the Protection of Human Research Participants*), to take effect ninety (90) days following final approval of the (above-noted) new Policy and Procedures.

**CARRIED**

## 7.3. Proposed Use of Copyright Materials Policy (in UAPPOL)

Agenda documentation is attached to these Minutes as Item 7.3.

*Presenters:* Carl Amrhein, Provost and Vice-President (Academic); Mary-Jo Romaniuk, Acting Chief Librarian, School of Library and Information Studies

*Purpose of the Proposal:* This policy addresses the use of copyright materials by members of the University community and articulates the responsibilities of individuals to comply with copyright laws. The policy also describes how copyright materials can be used at the University. There will be procedures with this policy, but the policy is being brought forward on its own at this time. It is premature to associate procedures with this policy until such time as there is greater clarity in the copyright environment. It is important, nonetheless, that the proposed 'Policy' continue to move through governance.

*Discussion:*

The Committee Chair, Mr. Bob Teskey introduced the item and invited Dr. Carl Amrhein to review the proposal. Dr. Amrhein noted that the proposed policy is an extremely complex part of an overarching effort by the Auditor General of Alberta to ensure that the University has policies in place to manage risk. As part of the extensive consultation process, the proposal was presented to Dean's Council. Ms. Romaniuk provided an in-depth summary of the supporting documentation to the proposal, and responded to questions from the Board. In response to a request from Board members to hear from University General Counsel concerning liability, Mr. Brad Hamdon noted that the policy does not create any new liability and that the language in the policy aligns with that in the University's insurance policy.

In response to a request from a Board member, Dr. Amrhein reviewed the implications for students of the proposed policy, noting that the Copyright Office has a team working on a series of Questions and Answers for the University Community.

Motion: Teskey/Rolingher

THAT the Board of Governors, on the recommendation of the Board Learning and Discovery Committee, approve the proposed Use of Copyright Materials Policy (in UAPPOL), as set forth in Attachment 1 to the agenda documentation, to take effect upon final approval.

**CARRIED**

7.4. Proposed 2010-2011 Revised Terms of Reference

Agenda documentation is attached to these Minutes as Item 7.4.

*Presenter:* Robert Teskey, Chair, Board Learning and Discovery Committee; and Marion Haggarty-France, University Secretary

*Purpose of the Proposal:*

- To ensure that the revised terms reflect current practices regarding Committee composition and to ensure alignment of the composition with the Post-Secondary Learning Act.
- To reflect new practices regarding the reporting of enterprise-wide risks.
- To make the minor house-keeping editorial changes as indicated.

*Discussion:*

Mr. Teskey introduced the Proposed Terms of Reference for Board Learning and Discovery and reviewed the changes. Board members raised no questions or concerns.

Motion: Teskey/Hoveland

THAT the Board of Governors, on the recommendation of the Board Learning and Discovery Committee, approve the proposed Terms of Reference for the Board Learning and Discovery Committee, as set forth in Attachment 1 to the agenda documentation.

**CARRIED**



## **INFORMATION REPORTS**

### 8. Report of the University Relations Committee

Ms. Agnes Hoveland, Chair of the University Relations Committee, presented the Committee's Report to the Board of Governors, a copy of which is attached to these Minutes as Item 8. Ms. Hoveland highlighted the University Media Report appended to Item 8 as an attachment.

### 9. Report of the Finance and Property Committee

Mr. Gordon Clanachan, Chair of the Board Finance and Property Committee, presented the Committee's Report to the Board of Governors, a copy of which is attached to these Minutes as Item 9. Mr. Clanachan noted that the subject of Capital Planning Process would be added to the Board's orientation and education process.

### 10. Report of the Human Resources and Compensation Committee

Mr. Sol Rolingher, Vice-Chair of the Board Human Resources and Compensation Committee, presented the Committee's Report to the Board of Governors, a copy of which is attached to these Minutes as Item 10.

### 11. Report of the Learning and Discovery Committee

Mr. Robert Teskey, Chair of the Board Learning and Discovery Committee, presented the Committee's Report to the Board of Governors, a copy of which is attached to these Minutes as Item 11.

## **REGULAR REPORTS**

### 12.1. Report of the Chancellor

Ms. Linda Hughes, Chancellor, presented her report to the Board of Governors. The report is attached to these Minutes as Item 12.1. Ms. Hughes commented on the on-going initiatives of Senate Committees working with the Vice-Provost and Dean of Students, Dr. Frank Robinson, on the issue of student engagement.

### 12.2. Report of the Alumni Association

Mr. C.H. William Cheung and Mr. Jim Hole, Alumni Association Representatives, presented the Alumni Association Report to the Board of Governors. The report is attached to these Minutes as Item 12.2. Mr. Hole commented on the recent strategic planning session which had focussed on succession planning.

### 12.3. Report of the Students' Union (SU)

Mr. Nick Dehod, Students' Union President, presented the Students' Union Report to the Board of Governors. The report is attached to these Minutes as Item 12.3. Mr. Dehod expressed appreciation to all who had contributed to the success of the dodgeball initiative and commented on the upcoming plebescite regarding a fall reading week.

### 12.4. Report of the Graduate Students' Association (GSA)

Mr. Roy Coulthard, President, Graduate Students' Association, presented the Graduate Students' Union Report to the Board of Governors. The report is attached to these Minutes as Item 12.4. Mr. Coulthard

commented that the Graduate Students' Association is also reviewing the fall reading week initiative.

12.5. Report of the Association of Academic Staff of the University of Alberta (AASUA)

Dr. Robert Campenot, AASUA Representative, presented the report to the Board of Governors. The Report is attached to these minutes as Item 12.5. Dr. Campenot noted that the AASUA will soon be upgrading its website.

12.6. Report of Non-Academic Staff Association (NASA)

No report was brought forward at this time.

12.7. Report of the General Faculties Council (GFC)

There was no meeting of General Faculties Council since the last Board meeting.

**13. Report of the Board Chair**

13.1. Board of Governors - Board Evaluation 2011

The Board Chair reminded Board Members that, as part of on-going good governance efforts, Mr. Gordon Clanachan, Vice-Chair of the Board, and Ms. Marion Haggarty-France, University Secretary, have coordinated efforts to produce a Board Assessment tool to evaluate the Board of Governors as a whole. Results and comments will be treated with the utmost confidence. This year, University Governance will be conducting the Board Survey with the support of an on-line survey tool called "Survey Monkey", to ensure confidentiality is preserved. Mr. Clanachan and Ms. Haggarty-France will report back with results at a future meeting. The Board Chair responded to questions on the Board Survey, and noted that all comments and observations will be received in a constructive manner, and taken under consideration as recommendations for improvement.

**CLOSING SESSION**

14. Other Business

The Board Chair made a brief announcement of the upcoming retirement of Ms. Joan Burke, Board Secretary and Manager of Board Services, effective June 30, 2011. The Board Chair expressed appreciation to Ms. Burke informally at this time, for her service and dedication to the Board Chair, the Board of Governors and Board Committees, and to the University.

Mr. Dehod, Students' Union President reminded the Board, that his presidential term was coming to a close, and this would be his final Board of Governors meeting. The Board Chair informed members that on May 12, 2011, a Board of Governors Recognition Dinner will take place, providing the opportunity to formally recognize the service and contributions of retiring Board members.

15. Conclusion of the Public Session

The Chair concluded the Public Session at 10:35 am.