



UNIVERSITY OF ALBERTA

UNIVERSITY GOVERNANCE

Board of Governors Open Session Minutes

Friday, October 19, 2012
2-31 South Academic Building (SAB)
1:15 – 4:30 p.m.

ATTENDEES:

Voting Members:

Miodrag (Mike) Belosevic	Board Member (General Faculties Council)
Ashlyn Bernier	President, Graduate Students' Association
Gordon Clanachan	Vice-Chair (Public Member)
Don Fleming	Board Member (Alumni Association)
Douglas Goss	Chair, Board of Governors
Jim Hole	Board Member (Alumni Association)
Agnes Hoveland	Board Member (Public Member)
Shenaz Jeraj	Board Member (Public Member)
Brent Kelly	Undergraduate Representative to the Board of Governors
Don Matthew	Board Member (Public Member)
Ove Minsos	Board Member (Public Member)
Wayne Renke	Board Member (Academic Staff)
Robert Teskey	Board Member (General Public)
Richard Wilson	Board Member (Public Member)
Colten Yamagishi	President, Students' Union
Ralph Young	Chancellor

Non-Voting Officials Approved by the President:

Martin Ferguson-Pell	Acting President
Phyllis Clark	Vice-President (Finance and Administration)
Marion Haggarty-France	University Secretary
Don Hickey	Vice-President (Facilities and Operations)
O'Neil Outar	Vice-President (Advancement)
Debra Pozega Osburn	Vice-President (University Relations)

Regrets:

Lorne Babiuk	Vice-President (Research)
Marc de La Bruyère	Board Member (Public Member)
Brad Hamdon	University Counsel
Marcia Lang	Chief of Staff and University Relations
Jerry Naqvi	Board Member (General Public)
Bernd Reuscher	Board Member (Senate)
Indira Samarasekera	President
Colleen Skidmore	Vice-Provost (Academic)

Presenters:

Bob Kamp Chair, Board Investment Committee
Gerry Kendal Vice-Provost & University Registrar
Ron Ritter Director, Investments and Treasury (Financial Services)

Staff:

Deborah Holloway Board Secretary and Manager of Board Services
Juli Zinken Assistant Board Secretary

OPENING SESSION

1. Chair's Session

1.1 Call to Order and Confirmation of Quorum

Ms Holloway confirmed that the attendance constituted quorum. The Chair called the meeting to order at 1:15 p.m.

1.2 Approval of Open Session Agenda

Motion: Young/Clanachan

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

CARRIED

1.3 Conflict of Interest – Opportunity for Declaration related to Agenda

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

1.4 Chair's Remarks

The Chair welcomed members to the first meeting of the Board of Governors of the governance year. He introduced two new members, Professor Miodrag (Mike) Belosevic, nominee of the General Faculties Council, and Professor Wayne Renke, nominee from the Academic Staff Association.

The Chair provided comments regarding the Orientation Sessions that had taken place earlier in the day and the lunch hosted by the student representatives at the Room at the Top.

He announced that Marc de La Bruyère, former Chair of Board Human Resources Committee, had made a gift to the University that establishes an annual La Bruyère-Eccles-Maclaren Dinner. The naming of the dinner honours Russell Eccles, President of the Non-Academic Staff Association, and Ian MacLaren, past President of Association of Academic Staff, with whom Mr de La Bruyère worked closely to break down barriers to communication and to enhance relationships. These dinners will encourage frequent and collegial conversations among the administration, Board members, and the leadership of NASA and AASUA.

He reminded members that a dinner for voting Board members would be held on November 26, 2012 at the Hotel Selkirk in Fort Edmonton Park.

The Chair also noted that the Board would be engaged in strategic planning and that a Board Retreat to advance this initiative would take place in April 2013.

2. Report of the President

Materials before members are contained in the official meeting file.

In addition to the President's written report, the Acting President, Dr Martin Ferguson-Pell, Acting Provost and Vice-President (Academic), provided an update on the President's activities as summarized in the Record of the President's Schedule, July 18 to September 15 2012. He also included verbal points of interest to the Board on:

- The four University of Alberta faculty members who were elected Royal Society Fellows: electrical and computer engineer, Witold Pedrycz; Arctic researcher, John England; Physicist, Don Page; Anthropologist, Gregory Forth.
- The Royal Society also awarded John Acorn, a faculty service officer and instructor in the Department of Renewable Resources, with the McNeil Medal for his efforts to promote public awareness of science.
- The Vanier Canada Graduate Scholarship was established to attract and retain world-class doctoral students and position Canada as a global centre of excellence in research and higher learning. The award is worth \$50,000 per year for three years and helps doctoral students focus on their cutting edge research. This year, 10 University of Alberta doctoral students were recognized for their leadership and high standard of scholarly achievement in their graduate work.
- New Deans: Brendan Hokowhitu, Dean of Native Studies; Douglas Miller, Dean of Medicine and Dentistry; Jonathan Schaeffer, Dean of Science.

The Acting President reviewed the 2012 *Dare to Discover Report Card* before members and responded to questions and comments from members regarding the following matters: whether figures 7 and 8 are the most useful metrics regarding spin-off companies, as opposed to number of jobs created and growth; the University's standings in the rankings versus its peers; why McGill University is included in figure 12 (Operating Revenue from Province or State Sources per FTE and Tuition) but not figure 13 (Sponsored Income per Full-Time Teaching Faculty for U15 Universities); improvements in graduate to undergraduate ratios; the cause of decrease in practicums and internships; whether spin-off companies provide experiential opportunities for students; and why study-abroad numbers had decreased.

Mr Yamagishi, President, Students' Union, raised the question of the Lister Hall Residence changes. The Board Chair noted the potential for litigation existed and, therefore, any discussion of this matter would be entertained during the Closed Session of the meeting.

3. Approval of the Open Session Minutes of June 15, 2012

Motion: Matthew/Wilson

THAT the Board of Governors adopt the Open Session Minutes of its meeting on June 15, 2012.

CARRIED

ACTION ITEMS

4. Report of the Finance and Property Committee

4.1 Capitalization of Unrestricted Funds to Permanent Restricted Endowments Net Assets

Materials before members are contained in the official meeting file.

Presenter: Phyllis Clark, Vice-President (Finance and Administration)

Purpose of the Proposal: The following Faculties have requested capitalization:

- Agricultural, Life and Environmental Sciences - \$300,478.00
Source of funds: bequest (\$265,478.00) and discretionary royalty revenue (\$35,000.00).
Purpose: To establish an endowment to support Renewable Resources, and to build a fund which can support awards of up to \$20,000 per year.
- Alberta School of Business - \$2,442,000.00
Source of funds: bequest (\$2,442,000.00)
Purpose: to establish an endowment to support the new Beyond the Classroom program to enhance undergraduate students' education.
- Science - \$61,211.00
Source of funds: Discretionary royalty revenue (\$50,000.00) and unrestricted donations (\$11,211)
Purpose: To support Lemieux Chair holder's research, and to increase funding available to support several Chemistry lecture series.

Discussion:

Ms Clark introduced the item noting the importance of reviewing the financial health of the units. Mr Wilson noted an error on page 2 of the attachment whether the School of Business had been replaced with the Faculty of Agriculture, Life and Environmental Sciences.

Motion: Wilson/Clanachan

THAT the Board of Governors, on the recommendation of the Board Finance and Property Committee, approve the transfer of \$2,803,689.00 of unrestricted net assets to permanent restricted endowment net assets.

CARRIED

5. Report of the Learning and Discovery Committee

5.1 Augustana Faculty's Proposed Termination of Augustana University College (AUC) Three-Year Bachelor of Arts (BA) (General) and Bachelor of Science (BSc) (General) Degrees

Materials before members are contained in the official meeting file.

Presenters: Martin Ferguson-Pell, Acting Provost and Vice-President (Academic); Gerry Kendal, Vice-Provost and University Registrar

Purpose of the Proposal: To terminate the existing three-year Augustana University College (AUC) Bachelor of Arts (General) and Bachelor of Science (General) degrees.

Discussion:

Mr Minsos introduced the item. Dr Ferguson-Pell noted that as part of the official merger agreement between the University of Alberta and Augustana University College (AUC) in 2004, all baccalaureate degree programs offered by AUC that were not approved by GFC would be phased out over a period of seven years from the effective date of the agreement. The two degrees noted were the only two programs that came under these criteria. These programs were maintained for the possibility of student completion until June 30, 2011. Effectively, any student desiring to obtain one of these degrees was required to graduate no later than the Fall, 2011, UofA Convocation ceremonies. Current enrollment was noted to be zero.

The presenters responded to a question from a member regarding how this termination would be communicated.

Motion: Minsos/Matthew

THAT the Board of Governors, on the recommendation of the Board Learning and Discovery Committee and General Faculties Council, approve the proposal submitted by Augustana Faculty for the termination of the existing three-year Augustana University College (AUC) Bachelor of Arts (General) and Bachelor of Science (General) degrees, as set forth in Attachment 1, to take effect upon final approval.

CARRIED

6. Report of the Board Chair

6.1 Committee Appointments

Materials before members are contained in the official meeting file.

Presenters: Douglas Goss, Chair, Board of Governors; Marion Haggarty-France, University Secretary

Purpose of the Proposal: To consider appointments to Board of Governors Committees.

Discussion:

The Chair presented the item noting that it proposed appointing Ms Shenaz Jeraj Vice-Chair of the Board Human Resources and Compensation Committee and appointing Professor Mike Belosevic to the Board Learning and Discovery Committee and the Board University Relations Committee.

Motion: Teskey/Clanachan

THAT the Board of Governors, on the recommendation of the Board Chair, Mr Douglas Goss, approve the appointments to Board Committees as set forth in Attachment 1 to the agenda documentation.

CARRIED

INFORMATION REPORTS

7 Report of the Investment Committee

Materials before members are contained in the official meeting file.

Mr Bob Kamp, Chair of the Investment Committee, presented the Committee's Report to the Board of Governors.

8 Report of the Audit Committee

Materials before members are contained in the official meeting file.

Mr Don Matthew, Chair of the Audit Committee, presented the Committee's Report to the Board of Governors.

The Board Chair responded to a question from a member regarding the Institutional Risk Summary Update and whether the relationship with the Students' Union was considered a risk.

ACTION ITEM

8.1 Report of the Audit Committee: Review of Committee Minutes

Presenter: Douglas Goss, Chair, Board of Governors

Discussion:

The Board Chair noted that the concerns had arisen at the Board Audit Committee regarding the inclusion in the Minutes of the meetings of movers and seconders of motions, and the inclusion of a summary of questions from members to a presenter(s) for items where questions were asked. He noted that an investigation into best practices on the subject was undertaken. He added that, in his opinion, any changes to practice should be applied across the Board of Governors Standing Committees and the Board of Governors meetings minutes. He requested feedback on these matters from member.

The Chair responded to questions and comments regarding the following matters: that discussion at meetings is important and should be captured; the potential challenges posed by a mover being viewed as a champion of the motion; the utility to student organizations of the ability to identify movers and seconders in a historical context without necessarily attaching advocacy of the issue to the mover; that if highlights arising from discussions continue to be recorded, care must be taken to record all questions and comments; and an opinion that the Minutes, together with the Outline of Issue, must be able to stand alone.

Motion: Matthew/Wilson

THAT the Board of Governors directs that the Minutes of the Board of Governors meetings and the Minutes of the Board Standing Committee meetings will not reference the names of those members who move and second motions, and will continue to record highlights arising from discussions, to take effect immediately upon approval.

CARRIED

Dr Bernier Abstained

Mr Yamagishi and Mr Kelly Opposed

INFORMATION REPORTS

9 Report of the Finance and Property Committee

Materials before members are contained in the official meeting file.

Mr Dick Wilson, Chair of the Finance and Property Committee, presented the Committee's Report to the Board of Governors.

Regarding the Functional Renaming of Environmental Engineering Building to Brain and Aging Research Building the presenter and administration responded to questions from members regarding whether the Faculties had been consulted in advance of the renaming and the rationale for the renaming.

10 Report of the Human Resources and Compensation Committee

Materials before members are contained in the official meeting file.

Mr Bob Teskey, Chair of the Human Resources and Compensation Committee, presented the Committee's Report to the Board of Governors.

11 Report of the Learning and Discovery Committee

Materials before members are contained in the official meeting file.

Mr Ove Minsos, Chair of the Learning and Discovery Committee, presented the Committee's Report to the Board of Governors.

12 Report of the Safety, Health and Environment Committee

Materials before members are contained in the official meeting file.

Mr Jim Hole, Chair of the Safety, Health and Environment Committee, presented the Committee's Report to the Board of Governors.

13 Report of the University Relations Committee

Materials before members are contained in the official meeting file.

Ms Agnes Hoveland, Chair of the University Relations Committee, presented the Committee's Report to the Board of Governors.

Regarding the Community Engagement Report on Activities Since April 1, 2012, the presenter and administration responded to a question regarding whether the community engagement reflected in this report was similar to community engagement activities undertaken by the Senate.

REGULAR REPORTS

14.1 Report of the Chancellor

Mr Ralph Young, Chancellor, presented the Report of the Chancellor to the Board of Governors.

14.2 Report of the Alumni Association

Materials before members are contained in the official meeting file.

Messrs Don Fleming and Jim Hole, Alumni Representatives, presented the Alumni Association Report to the Board of Governors.

14.3 Report of the Students' Union

Materials before members are contained in the official meeting file.

Mr Colten Yamagishi, President, Students' Union, presented the Students' Union Report to the Board of Governors. He noted that he had added an update on the Lister Hall Residence issue to provide student perspective.

Mr Yamagishi responded to a question from a member regarding the parameters of the Universal Student Ratings of Instruction (USRI) and related concerns.

14.4 Report of the Graduate Students' Association

Materials before members are contained in the official meeting file.

Dr Ashlyn Bernier, President, Graduate Students' Association, presented the Graduate Students' Association Report to the Board of Governors.

14.5 Report of the Association of Academic Staff of the University of Alberta (AASUA)

Materials before members are contained in the official meeting file.

Mr Wayne Renke, AASUA Representative, presented the AASUA Report to the Board of Governors.

Mr Renke responded to a question from a member seeking clarity regarding AAUA's concerns regarding access to University Governance related to rights and roles on the General Faculties Council.

14.6 Report of Non-Academic Staff Association (NASA)

Materials before members are contained in the official meeting file.

Mr Douglas Goss, Chair, Board of Governors, presented the NASA Report to the Board of Governors.

14.7 Report of the General Faculties Council (GFC)

Materials before members are contained in the official meeting file.

Dr Miodrag (Mike) Belosevic, GFC Representative, presented the GFC Report to the Board of Governors.

15 Board Chair and Board Member Activity Report

Materials before members are contained in the official meeting file.

Mr Douglas Goss, Chair, Board of Governors, presented the Board Chair and Board Member Activity Report.

Mr Goss noted that this report replaces the Board Chair's Report. This new report now also reports Board Member activity on the Chair's behalf, events to which Board members have been invited, and correspondence received by the Chair.

16 Other Business

There was no other business.

CLOSING SESSION

17 Reminder of Board Events

- Board of Governors Dinner: Monday, November 26, 2012
- Board of Governors Holiday Dinner: Thursday, December 13, 2012
- Next meeting date: Friday, December 14, 2012

18 Adjournment

The Chair concluded the Open Session at 3:10 p.m.