



BOARD OF GOVERNORS
Approved Minutes - Open Session

May 26, 2017, 8:00 a.m. – 12:30 p.m.

Governors Boardroom A167

Members

Gord Ritchie, Chair
Steve Allan
Rob Allen*
Elizabeth Cannon
Branden Cave
Beverley Foy
Kris Frederickson
Georgette Habib
Todd Hirsch
Lawna Hurl
Brenda Kenny
Alison Love
Allan Lyons
Britney Paris
Peggy Patterson
Samantha Sirianni
Joe Struck
Firoz Talakshi
Robert Thirsk
Robert Thompson
Jill Wyatt

Guests

Jennifer Quin, Senior Director, Student Services – present for Item 8
Janaka Ruwanpura, Vice-Provost, International – present for Item 13
Andrew Szeto, Director, Mental Health Strategy – present for Item 12

Observers

Scott Donaldson, Senior Director Communications
Graham Duff, Student, Faculty of Arts
Tim Harlick, Board Governance Coordinator
Matthew Gagnon, Student, Faculty of Arts
Whitney Hunter, External Communications Specialist, Students' Union

Secretary

Susan Belcher

Scribe

Miranda Dallalba, Governance Coordinator

Management

Bart Becker, Vice-President (Facilities)
Linda Dalgetty, Vice-President (Finance and Services)
Karen Jackson, General Counsel
Diane Kenyon, Vice-President (University Relations)
Dru Marshall, Provost and Vice-President (Academic)
Ed McCauley, Vice-President, (Research)
Nuvyn Peters, Vice-President (Development and Alumni Engagement)

**by telephone*

The Chair called the meeting to order at 8:13 a.m. and confirmed quorum.

1. Approval of the Agendas**Moved/Seconded**

That the Agendas for the May 26, 2017 Board of Governors meeting be approved.

Carried

2. Conflict of Interest Declaration

No conflicts were declared.

3. Chair's Remarks

The Chair welcomed guests and new board members, thanked departing board members and also thanked board members for attending the various events in the past several weeks.

4. Safety Moment

Robert Thompson presented on driving drowsy.

5. Approval of the Open Session Consent Agenda Items

Documentation for these items was circulated with the Agenda. The following Consent Agenda items were adopted:

5.1 March 17, 2017 Open Session Minutes

That the Minutes of the Open Session of the Board of Governors meeting held on March 17, 2017 be approved.

Adopted

5.2 Approval of the CTI Shareholders Resolution

That the Board of Governors approve the following in respect of Calgary Technologies Incorporated (**CTI**):

1. That Dr. Ed McCauley act on behalf of the University to vote the shares of the University at the 2017 Annual General Meeting (**AGM**) of CTI; and
2. That, in the event that Dr. Ed McCauley is not able to act in this capacity for whatever reason, Ms. Linda Dalgetty act on behalf of the University to vote the shares of the University at the AGM of CTI.

Adopted

The following Consent Agenda item was received by the Board for information:

5.3 Report of New Board Member Appointments to Standing Committees

6. Approval of the Internal Restriction of Net Assets

Documentation for this item was circulated with the Agenda. Linda Dalgetty presented this item.

Highlights:

- Management reported that the Board approves the internal restriction of net assets annually and that the restricted funds are used to fund IT and capital projects and strategic initiatives
- Management then requested that:
 - \$42.1 million of internally restricted net assets (IRNA) be redirected to provide temporary funding for the Schulich School of Engineering Expansion and Renovation and the Taylor Institute of Teaching and Learning building until external funding for these projects is received, which is anticipated to be during the 2017-18 fiscal year; and
 - \$124.8 million be restricted to support the research, operating and capital renewal initiatives outlined in the materials provided to the Board.
- The Board discussed the restriction of net assets and it was noted that the University has a rigorous budgeting process and a process for ensuring that surplus funds are prioritized so that strategic initiatives continue to move forward
- The Audit Committee Chair reported that the Audit Committee reviewed and recommended the requested re-direction and restriction

Moved/Seconded

That the Board of Governors approve:

1. the redirection of \$42.1 million of internally restricted net assets to support specific capital initiatives funded by prior year faculty and department surpluses; and
2. the internal restriction of \$124.8 million of net assets in support of research, operating, and capital renewal and building initiatives,

as presented to the Board and as recommended by the Audit Committee.

Carried

7. Approval of the Annual Financial Statements and Management Discussion and Analysis (MD&A)

Documentation for this item was circulated with the Agenda. Linda Dalgetty presented this item.

Highlights:

- Management reported that that the financial statements are prepared using a template provided by the government, and additional disclosure is provided in the MD&A

- Management reviewed the financial statements with the Board and noted that this is the first year that the University has no outstanding recommendations from the Auditor General. It was noted that this is a notable accomplishment and a result of the hard work of University staff.
- The Board discussed the unfunded pension liability in the Universities Academic Pension Plan and the elimination of the deficiency. In response to a question, it was reported that the University has moved to a jointly sponsored plan with the government and that under the agreement with the government, the unfunded liability is anticipated to be paid in full by 2043.
- The Board discussed the financial statements and the complexity of the public accounting standards and noted that receiving no recommendations from the Auditor General is quite an accomplishment
- The Chair of the Audit Committee commented that the finance team has done an excellent job and that the Auditors noted at the May 24 Audit Committee meeting that the financial statements are of a very high standard and that the Office of the Auditor General will be issuing a clean report. The Audit Committee is very comfortable with the financial statements as presented and recommends their approval.

Moved/Seconded

That the Board of Governors approve the Consolidated Financial Statements and the Management Discussion and Analysis of the University of Calgary for the year ended March 31, 2017 in the form provided to the Committee, and as recommended by the Audit Committee.

Carried**8. Approval of the Sexual Violence Policy**

Documentation for this item was circulated with the Agenda. Karen Jackson and Jennifer Quin presented this item.

Highlights:

- Management reported that the policy came to the Board for discussion in December as part of an extensive consultation process, and that a number of revisions have since been made to the policy. An overview of the consultative process was provided, and it was noted that Management is pleased with the level of engagement in the development of the policy.
- The proponents highlighted the themes from the consultative process that resulted in changes to the policy, which included changes to definitions, clarity of expectations and scope. It was reported that the scope was expanded to include social media.
- The Board discussed the policy, particularly the comprehensive nature of the policy and the revisions made to processes. It was reported that stalking was removed from the policy since it is not always sexual in nature.
- In response to questions, it was reported that:
 - Stalking is included in the University's harassment policy

- Management believes that the policy stands out as a best practice and other post-secondary institutions have indicated that they will be extending their policy to include off campus incidents
- If sexual violence policies become legislated by the government, extensive changes to the policy are not anticipated. It was reported that Management has been working closely with the Ministry of Status of Women and Management on sexual violence.
- Policies are reviewed at least every five years, however, several committees will work to ensure that the policy remains current
- Regular reporting will be made to the General Faculties Council and the Board
- The Human Resources and Governance Committee recommends approval of the Sexual Violence Policy

Moved/Seconded

That the Board of Governors approve the Sexual Violence Policy, in the form provided to the Board, and as recommended by the Human Resources and Governance Committee.

Carried**9. Comprehensive Institutional Plan (CIP)**

Documentation for this item was circulated with the Agenda. Dru Marshall, Linda Dalgetty and Bart Becker presented this item.

Highlights:

- Management introduced the CIP, noting that it is a key document that is submitted to government annually and outlines the University's priority initiatives and actions, and expected outcomes and performance measures in four key areas identified by the government. Changes to the CIP template made by government this year were also outlined for the Board.
- Management commented on the consultation process followed in the development of the CIP and noted that this is the first opportunity for the Board to discuss the entire CIP. Management then provided an overview of the sections and appendices in the CIP.
- The Board discussed the CIP and in response to questions, it was reported that:
 - The University can apply for additional funding for enrolment ramps at the government's impetus
 - There is the possibility government will review the six sector model in the near future
 - The University continues to stress to government the need for increased infrastructure funding
- A Board member noted that infrastructure remains a concern for University students and that the Students' Union continues to advocate for increased infrastructure funding from the government
- The Board provided suggested changes and Management invited members to provide further feedback directly to the Provost and Vice-President (Academic)

10. Renewal of the Academic and Strategic Research Plans

Documentation for this item was circulated with the Agenda. Dru Marshall and Ed McCauley presented this item.

Highlights:

- Management reported that, following the recent approval of the energized *Eyes High* strategy, the next step is to refresh the Academic and Research plans. The plans will identify the University's academic and research priorities for the next five years in support of the strategy.
- The process for renewal includes seven phases and will be jointly led by the Provost and Vice-President (Academic) and the Vice-President (Research), starting with a campus wide survey in June
- An extensive overview of the consultative process will begin in the fall and will include both the internal and external community

11. Report on the Academic Plan 2012-2017

Dru Marshall presented this item.

Highlights:

- The proponent highlighted the University's key achievements within the 10 priorities of the Academic Plan over the past five years, including:
 - hiring 50 new assistant professors and 80 post Doctorate scholars
 - the development of the Mental Health Strategy
 - the completion of the Taylor Institute for Teaching and Learning and the creation of the College of Discovery, Creativity and Innovation
 - development of a sustainability certificate program that will be launched in September 2017
 - the investment of the \$72.9 million has been invested in the learning environment
- The Board discussed the implementation of and achievements under the Academic Plan and it was noted that there are numerous visible improvements to the University over the past five years
- In response to a question, it was reported that funds from IRNA were utilized for some of the initiatives

12. Mental Health Strategy Update

Documentation for this item was circulated with the Agenda. Dru Marshall and Andrew Szeto presented this item.

Highlights:

- Management reported that the mental health strategy was formed, in part, in response to the results of the National College Health Assessment online survey that was conducted in 2013/14

- Management provided an update on the work completed to date noting that 28 recommendations were made by the Mental Health Task Force and currently 26 are either underway or complete. These priorities have been divided into short, medium and long term goals.
- The Board discussed the progress made to date and the importance of continuing to work with the community to reduce the stigma associated with mental health, and to leverage mental health expertise on and off campus
- In response to questions, it was reported that:
 - The Students' Union Wellness Centre offers a place for people to go to talk face to face, and offers a variety of support services from doctors to massage therapists
 - Survey results may differ slightly depending on the time of year the survey is conducted, however there is no ideal time to conduct a survey
 - The University received \$3 million in funding from the government three years ago and the government will make another funding announcement related to mental health in the near future
- The Board further discussed mental health issues, particularly in Alberta, including privacy laws, the level of funding from governments and the need to reform how we think about mental health in the broader community

13. International Strategy Update

Documentation for this item was circulated with the Agenda. Dru Marshall and Janaka Ruwanpura presented this item.

Highlights:

- Management reported on the progress made towards the four strategic goals of the International Strategy that was developed in 2013 including:
 - The University awarded more than \$450,000 in study abroad funding through awards and grants
 - With respect to enhancing international research and education partnerships goal, more than 3100 joint publications from international collaborations were completed in 2016 and it was noted that the University is publishing with some of the best institutions in the world
- In response to questions, it was reported that:
 - international experience refers to both Canadians going abroad and international students coming to the University
 - Management believes that factors influencing goal achievement include ensuring the right environment exists to attract international students, developing the right partnerships and ensuring students are safe and well taken care of when they are here
- The Board discussed the progress made to date including the number of countries being targeted, the importance of increased diversity on campus, and the positive impact diversity makes in the campus culture

14. Board Member Reports

Documentation for this item was circulated with the Agenda.

A Board member reported that a full week fall break was recently approved by the General Faculties Council and will be introduced at the University in 2018, and that this is a positive step in support of the University's mental health strategy.

15. Other Business in the Open Session

There was no other business.

16. Motion to Adjourn the Open Session and Move into the Closed Session**Moved/Seconded**

That the Board of Governors adjourn the Open Session and move into the Closed Session.

Carried

The Open Session was adjourned at 11:14 a.m.

Susan Belcher
University Secretary