



## BOARD OF GOVERNORS

Approved Minutes - Open Session

March 22, 2019, 8:08 a.m.

Governors Boardroom A167

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### **Members**

Jill Wyatt, Chair  
Rob Allen  
Joule Bergerson  
Tavis Campbell  
Frank Finley  
Beverley Foy  
Kris Frederickson  
Sagar Grewal  
Mark Herman  
Lawna Hurl  
Colin Jackson  
Pamela Krause  
Fauzia Lalani  
Allan Lyons  
Ed McCauley  
Mary Ellen Neilson  
Britney Paris  
Elaine Wong  
Deborah Yedlin – arrived during Item 3

### **Secretary**

Susan Belcher

### **Scribe**

Miranda Dallalba

### **Guests**

Andrew Szeto, Director, Campus Mental Health Strategy – present for Item 13  
Les Tochor, Associate Vice-President Finance – present for Item 7

### **Observers**

Scott Donaldson, Senior Director, Communications  
Jason Henry, Editor, The Gauntlet  
Mohammad Mansouri, President Elect, Graduate Student's Association  
Asher Memon, News Editor, The Gauntlet  
Dean Parthenis, Senior Manager, Media and Issues Management

### **Management**

Andre Buret, Interim Vice-President, (Research)  
Bart Becker, Vice-President (Facilities)  
Karen Jackson, General Counsel  
Diane Kenyon, Vice-President (University Relations)  
Dru Marshall, Provost and Vice-President (Academic)  
Nuvyn Peters, Vice-President (Development and Alumni Engagement)

### **Regrets**

Nancy Foster  
Linda Dalgetty, Vice-President (Finance and Services)

*\*by telephone*

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The Chair called the meeting to order at 8:08 a.m. and confirmed quorum.

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

That the Agendas for the March 22, 2019 Board of Governors meeting be approved.

**Carried****2. Conflict of Interest Declaration**

No conflicts were declared.

**3. Chair's Remarks**

The Chair reported that this is the final meeting for student Board members Britney Paris, Sagar Grewal and Frank Finley and thanked them for their contributions to the Board.

**4. Safety Moment**

Diane Kenyon presented on the University's Partners in Injury reduction rebate.

**5. Approval of the Open Session Consent Agenda Items**

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

**5.1 December 14, 2018 Open Session Minutes**

That the Minutes of the Open Session of the Board of Governors meeting held on December 14, 2018 be approved.

**Adopted**

The following Consent Agenda items were received by the Board for information:

**5.2 Quarterly Capital Project Status Report (3rd Quarter)****5.3 Standing Committee Chair Reports**

- Audit
- Environment, Health, Safety and Sustainability
- Executive

- Finance and Property
- Human Resources and Governance
- Investment

#### **6. Approval of Updates to the Board Standing Committees Terms of Reference (TOR)**

Documentation for this item was circulated with the Agenda. Susan Belcher presented this item.

Highlights:

- Management reported that this is part of the regular three year review cycle for the TORs and that Administration, the Committee Chairs, each Committee, and the Human Resources and Governance Committee have reviewed the TORs, as appropriate
- Management reported that only minor changes are being proposed at this time to reflect updated Committee business and practices and if approved, the TORs will be effective immediately

#### **Moved/Seconded**

That the Board of Governors approve the Board of Governors Standing Committees General Terms of Reference and the Terms of Reference for each of the Board standing committees set out below, in the forms provided to the Board, and as recommended by the Human Resources and Governance Committee.

Audit Committee  
Budget Committee  
Environment, Health, Safety & Sustainability Committee  
Executive Committee  
Finance and Property Committee  
Human Resources and Governance Committee  
Investment Committee

**Carried**

#### **7. Approval of the CIP Appendix A: Financial and Budget Information (Consolidated and Capital Budgets)**

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

Highlights:

- Management reported that they are pleased to present the 2019-2020 budgets for approval following a lengthy consultation process. An overview of the consultation process was provided and it was noted that Appendix A forms part of the Comprehensive Institutional Plan (CIP), and the individual appendices are approved individually prior to the approval of the full CIP by the Board in June

- Management outlined the budget planning process which began in June 2018, and discussed the budget assumptions and the uncertainty in the current environment, particularly with a potential change in the provincial government and the completion of the University's budget prior to the provincial budget announcement. Management noted that the budget assumes a 2% increase in the Campus Alberta operating grant and that, given the instability in the current environment, the budget estimates are conservative.
- Management then outlined different funding scenarios and their impact on the budget, and reported that the University is prepared for all of the outlined scenarios.
- Management then reviewed the budgets noting that the University is required to submit a balanced budget to government, and highlighted the following:
  - Table 2 (Unrestricted Net Assets) and Table 4 (Budgeted Cash Flow Statement) are currently blank and will be completed following the completion of the current year's financial statements
  - The Capital budget and Infrastructure budget only include approved projects
- The Board discussed the budget assumptions, the current political environment, a potential change in government and strategies for dealing with potentially significant cuts in government funding
- The Finance and Property Committee Chair reported on the budget discussion that occurred at that Committee and noted that the Committee supports the approval of the budget
- In response to a question, it was reported that, when the University needed to make cuts in 2013, several strategies were identified and, at that time cuts were made to programming rather than to staffing and some initiatives were postponed to a future date

#### **Moved/Seconded**

That the Board of Governors approve the University of Calgary's 2019-2020 Consolidated Budget totalling \$1,451.0 million and Capital Budget totalling \$264.5 million, as set forth in the documents provided to the Board, and as recommended by the Finance and Property Committee.

**Carried**

### **8. Approval of the Board Code of Conduct**

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

#### Highlights:

- Management reported that changes to the Board Code have been made to comply with the *Conflicts of Interest Amendment Act*. Following several revisions, the Board Code has been approved by the provincial Ethics Commissioner and needs to be submitted to government by March 30
- Management then highlighted the changes, noting that the major changes relate to the obligations of the Board Chair
- There were no questions

**Moved/Seconded**

That the Board of Governors approve the amendments to the Code of Conduct of The Board of Governors of the University of Calgary, as set out in the amended Board Code of Conduct provided to the Board, and as recommended by the Human Resources and Governance Committee.

**Carried****9. Approval of the University Code of Conduct**

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

**Highlights:**

- Management reported that the amendments to the University Code are also being made to comply with the *Conflicts of Interest Amendment Act* and that this is the first significant update to the University Code since 2015
- Management outlined the key changes to the University Code, which include changes related to concurrent employment, appointments, gifts and event and conference attendance. Changes will affect all University employees and volunteers including Board members.
- The Board discussed several of the changes, particularly the reporting of concurrent employment, by faculty and students, and the increased administrative burden of these requirements on the University, the efforts of Management, in conjunction with other institutions in the province, to communicate concerns to government and strategies for continuing communication with government on this matter
- In response to a question, it was reported that communicating and implementing the changes across campus will be significant and that University Relations and Human Resources are currently working to develop communications plan
- In response to a question it was reported that the changes will not affect volunteers to the same extent, however closer attention will need to be paid to gifts for volunteers
- Management reported that, if approved the effective date for the University Code will be July 1, which aligns with the start of the academic year, and which provides needed time for internal communications and training on the new requirements

**Moved/Seconded**

That the Board of Governors approve the amendments to the University's Code of Conduct, as set out in the University's amended Code of Conduct, as provided to the Board, and as recommended by the Human Resources and Governance Committee.

**Carried**

**10. Approval of the Land Transfer Order in Council for the Calgary Cancer Centre**

Documentation for this item was circulated with the Agenda. Bart Becker presented this item.

**Highlights:**

- Management reported that the University is required to obtain Board approval to transfer lands to a third party and that Management is requesting approval to transfer University lands to Alberta Health Services for the development of a road entry into the new Calgary Cancer Centre. The lands are currently owned by the University and an Order in Council is required for the transfer.
- Management outlined the relationship between the University and Alberta Health Services and the benefits accruing to both from this transfer
- The Finance and Property Committee Chair reported on the discussion held at the Committee meeting, including the lack of commercial consideration for the transfer of the land and that the Committee is satisfied with the explanation for this and is recommending approval
- There were no questions

**Moved/Seconded**

That the Board of Governors approve the following resolution:

**Resolution 1 – Order in Council regarding disposition of land**

**WHEREAS** The Governors of the University of Calgary, in order to facilitate the development of Alberta Health Service's Calgary Cancer Centre project, considers it advisable to request an Order in Council allowing the University to dispose and dedicate a portion of the University of Calgary's Foothills Campus lands to Alberta Health Services for roads and other infrastructure.

**IT IS HEREBY RESOLVED:**

1. THAT, in order to facilitate the development of Alberta Health Service's Calgary Cancer Centre project, The Governors of the University of Calgary authorize and approve the University requesting that the Lieutenant Governor in Council, pursuant to section 67 of the *Post-secondary Learning Act*, to:
  - (a) allow the University to dispose and dedicate to Alberta Health Services, up to 0.090 hectares (0.222 acres) more or less of the University of Calgary's Foothills Campus lands legally described as parts of:
    - I. Lot 1, Block 10, Plan 1012842 (0.090 hectares (0.222 acres) more or less).
2. THAT, subject to the prior approval of the Lieutenant Governor in Council under section 67 of the *Post-secondary Learning Act*, and in order to facilitate the development of Alberta Health Service's Calgary Cancer Centre project, the Vice-President (Facilities) (VPF) is authorized on behalf of The Governors of the University of Calgary to negotiate and enter into land disposition agreements and all other documents the VPF deems necessary to give effect to the foregoing resolution.

3. THAT all agreements and other documents purporting to be executed as provided in this resolution shall be valid and binding on The Governors of the University of Calgary,

as recommended by the Finance and Property Committee.

**Carried**

#### **11. Approval of the 2019-2020 and 2020-2021 Board Meeting Calendars**

Documentation for this item was circulated with the Agenda. Susan Belcher presented this item.

Highlights:

- Management reported that approval of the Board Calendar is an annual task and that this year, at the request of the Board, a two year Calendar is being presented
- Management reported that a few meeting changes have been made to accommodate scheduling conflicts over the next two years, but that the calendar is otherwise similar to previous years in terms of the number of meeting cycles and the placement of those cycles

#### **Moved/Seconded**

That the Board of Governors approve the 2019-2020 and the 2020-2021 Board and Board Standing Committees Calendars in the forms provided to the Board, and as recommended by the Executive Committee.

**Carried**

#### **12. Impacts of the Tuition and Fees Regulations Briefing**

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

Highlights:

- Management reported that Bill 19: An Act to Improve the Affordability and Accessibility of Post-secondary Education and the corresponding Tuition and Fees Regulation came into effect on February 1, 2019. The bill outlines new regulations around tuition and fees for post-secondary institutions in the province and the University, along with other institutions were invited to participate in the consultation process in 2017.
- Management reported that major changes to the legislation include:
  - The separation of domestic and international tuition
  - Exceptional tuition increases for domestic tuition are permitted, but must be approved by students
  - Enhanced reporting requirements, particularly for international students

- New Mandatory Non-Instructional Fees (MNIFs) require student consultation and approval
- Management reported that the primary concerns with the new legislation relate to the impact on institutional autonomy
- The Board discussed the impact of the separation of domestic and international tuition and the need for student approval for some future tuition increases. It was noted that this change is a direct impact on the authority of University Boards which have the responsibility to set tuition
- The Board discussed the potential impact of the changes on the University, particularly given that several programs currently have low tuition rates compared to the national tuition average and international tuition has not increased in 8 years, and the impact of the increased institutional reporting requirements
- Management reported that the legislation still requires clarification in some areas and that that they will continue to work with the Ministry in this regard

### **13. Campus Mental Health Strategy Progress Report**

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

#### **Highlights:**

- Management reported that progress with the Campus Mental Health Strategy is presented to the Board annually
- Management reminded the Board that the strategy has six priorities and 28 recommendations. All 28 recommendations are underway or complete and the University is now focusing on emerging issues and opportunities.
- Management highlighted some of the key accomplishments, including:
  - Student Wellness Services handled 4863 counselling appointments and 3582 triage and case management appointments. There is an increase in usage and decreased wait times, which is good.
  - Last year there were seven Mental Health program grants to improve mental health on campus, one in Qatar
  - 400 faculty and staff members were trained on mental health last year
  - Several campus events were held including a pop up picnic last July, keynote events, partnership events with Mount Royal University, and mental health messaging at the Crowchild Classic event
- The Board discussed the progress being made, noting the significance of this work for student experience and staff wellness, and the metrics and the difficulty in measuring the impact and effectiveness of the strategy in improving mental wellness



- The Board discussed the University's current response to suicide and stressed the importance of increasing awareness, proactive communications and conversations, and working with external community partners towards the elimination of suicide
- In response to a question, it was reported that suicide is a critical issue and openly discussed during Mental Health Week, and that Management is currently consulting with experts in this area to develop a suicide prevention framework
- In response to a question, it was reported that first year students are a focus and that the University is building well-being and self-care courses into programming to help ease first year student transition into university life

#### **14. Alumni Engagement Strategy Progress Report**

Documentation for this item was circulated with the Agenda. Nuvyn Peters presented this item. There was a PowerPoint for this item.

Highlights:

- Management reported that the alumni strategy was officially launched in September of 2018 and provided an update on the progress made to date with regard to the strategy's five focus areas
- Management highlighted key accomplishments since the launch of the strategy, including:
  - The creation of a recent graduate committee to plan events and connect with recent graduates. Five successful events have been held to date.
  - The Future Alumni Network has recently been launched and is meant to bridge the gap between ending university and transitioning into the working world
  - Alumni Weekend is being held September 5-7 and will be kicked off with the Arch Awards
  - April 25 is Giving Day, the philanthropic goal is \$1 million

#### **15. Report from the President**

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

The President reported on several recent activities including Conversations with the President and the search for a new Vice-President Research.

#### **16. Board Member Reports**

Documentation for this item was circulated with the agenda. There were no questions.

**17. Other Business in the Open Session**

There was no other business.

**18. 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 10:33 a.m.

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Susan Belcher  
University Secretary