

The Board of Governors of Grant MacEwan University Mandate and Roles Document

Preamble

This Mandate and Roles Document for the Board of Governors of Grant MacEwan University (the “Board”) has been developed collaboratively between the Board and the Minister (the “Minister”) of Innovation and Advanced Education (“IAE”).

It provides a high-level overview of the Board’s mandate and governance in terms of the role and responsibilities of as well as the relationship between the Board, the Academic Governance Council (the “AGC”), the University President and the Department of IAE (“the Department”).

1. MANDATE

Mandate

Established under the *Post-secondary Learning Act* (PSLA) <http://www.gp.alberta.ca/documents/acts/p19p5.pdf>, the Board manages and operates the post-secondary institution within its approved mandate as a Baccalaureate and Applied Studies Institution (“BASI”) <http://eae.alberta.ca/post-secondary/policy/roles.aspx>. The Mandate for Grant MacEwan University as approved by the Board of Governors and the Minister can be found at www.macewan.ca/boardofgovernors (*follow the link to University Philosophy and Direction*).

Pillars

MacEwan University inspires its students with a powerful combination of academic excellence and personal learning experiences. We provide a transformative education in a creative, collaborative and supportive learning environment. We are an engaged university at the heart of the city where creativity and innovation thrive, and a unique student experience opens up diverse pathways for achievement and growth.

The MacEwan University pillars are at the core of what our institution is and how we will design our future. They were developed on the basis of extensive consultation and engagement of the entire university community, and represent both a commitment by all employees of MacEwan University and a guide for making critical decisions as we move forward.

The pillars as endorsed by Academic Governance Council and approved by the Board of Governors can be found at www.macewan.ca/boardofgovernors (*follow the link to University Philosophy and Direction*).

Applicable Legislation and Regulations

The Board has responsibilities under, and is subject to, a number of statutes and regulations including the:

- *Post-secondary Learning Act*;
- *Alberta Public Agencies Governance Act*;

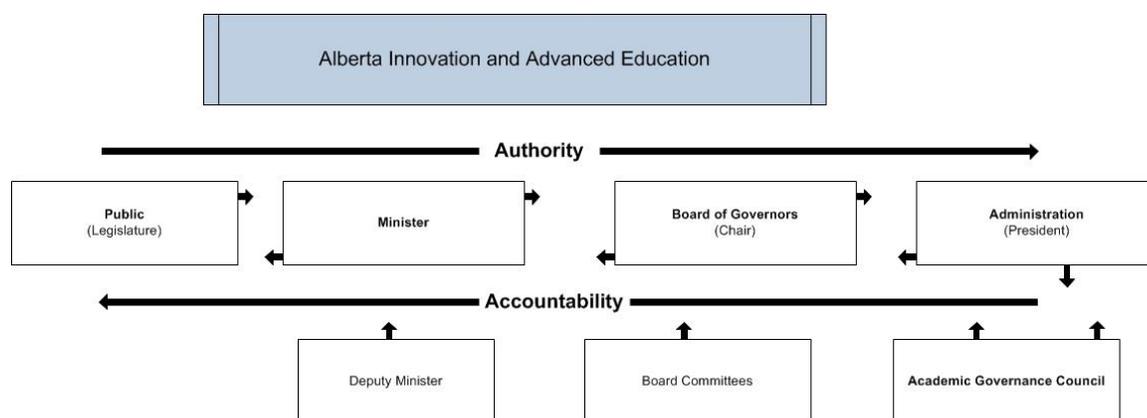
- *Financial Administration Act*;
- *Fiscal Management Act*;
- *Freedom of Information and Protection of Privacy Act*;
- *Government Organization Act* (Schedule 1: Advanced Education);
- *Lobbyists Act*;
- *Results-based Budgeting Act*; and
- *Public Interest Disclosure (Whistleblower Protection) Act*.

The PSLA provides the primary legislation for public post-secondary institutions in the province of Alberta. Regulations enacted under the PSLA include:

- Alternative Academic Council Regulation;
- Campus Alberta Sector Regulation;
- Model Provisions Regulation;
- Pension Validation Regulation;
- Programs of Study Regulation; and
- Public Post-secondary Institutions' Tuition Fees Regulation.

These statutes and their accompanying regulations can be viewed at www.qp.alberta.ca/.

2. DUTIES AND RESPONSIBILITIES



Lieutenant Governor in Council

The PSLA outlines the duties and responsibilities of the Lieutenant Governor in Council specific to the Board including

- establishing or disestablishing of the public post-secondary institution and its Board, appointment of Board members;
- appointing Board members
- ordering that the assets and liabilities of a dissolved Board be transferred to government or to another post-secondary institution;
- approving debenture borrowing;
- approving an incorporation, and establishment, acquisition and dissolution of a subsidiary by the Board;
- approving the Board's establishment of a registered pension plan as an alternative to a designated pension plan; and
- approving the Board's disposition of land.

Auditor General

The Auditor General of Alberta is the auditor of the Board as outlined in the PSLA.

Minister of Innovation and Advanced Education

The PSLA outlines the duties and responsibilities for the Minister including

- appointing or recommending the appointment of Board members and the Board Chair;
- approving the University's mandate statement;
- monitoring the University's operation and performance through the its business plan, access plan, and annual report submissions;
- approving the Board's establishment of supplementary pension plans;
- chairing the Campus Alberta Strategic Directions Committee, and
- informing the Board of government policies and direction impacting the University or the work of the Board.

Under the *Alberta Public Agencies Governance Act* (APAGA), the Minister also conducts regular reviews (at least every seven years) of the Board's mandate and purpose. (<http://www.qp.alberta.ca/documents/Acts/A31P5.pdf>)

Deputy Minister of Innovation and Advanced Education

The Deputy Minister supports and acts under the general direction of the Minister and is responsible for activities which have been delegated by the Minister.

Department of Innovation and Advanced Education

The Department supports the Minister and the Board in meeting their legislated responsibilities.

Board of Governors of Grant MacEwan University

The Board manages and operates the University in accordance with its mandate by carrying out the duties and responsibilities legislated by the PSLA and APAGA.

The Board agrees to work with the Minister to support and promote Campus Alberta (<http://eae.alberta.ca/post-secondary/campusalberta.aspx>), and its goals of an accessible, affordable, quality and sustainable post-secondary system in Alberta that fosters innovation, entrepreneurship and collaboration.

The role of the Board and its operations are outlined in Board Policy B2300, Board Bylaws (www.macewan.ca/boardofgovernors). The Board carries out some of its duties and responsibilities through standing committees established from time to time under terms of reference. The terms of reference of standing committees set out the mandate, responsibilities, membership and authority of the committee.

The Board acts as an intermediary between the University and the public that it is intended to serve. The Board is responsible for ensuring that the University is responsive to changing educational and societal needs. The Board, in collaboration with senior administration of the University, ensures that the University is a significant participant in Campus Alberta.

Academic Governance Council

The Academic Governance Council (“AGC”) of Grant MacEwan University was established by the Board of Governors effective January 20, 2009, under the authority of the PSLA (S.A. 2003, Chapter P-19.5), section 47.1 (Alternative Academic Council), as set out in A.R. 219/2006 (<http://www.qp.alberta.ca/documents/acts/p19p5.pdf>).

Subject to the authority of the Board, AGC is the University’s senior academic governance body. AGC is responsible for academic standards, integrity, policies, programs, as well as scholarship, research, and creative activities at MacEwan University. AGC provides a forum for scholarly discussion of ideas and concepts leading to decisions about academic activities, including scholarship, research, and creative activity at the University; these decisions are consistent with the philosophies of a learner-centred education, academic excellence, and a participatory decision-making organizational culture.

AGC is governed by bylaws, approved by the Board of Governors that contain the rules regulating its membership and operation (www.macewan.ca/academicgovernance). AGC carries out some of its duties and responsibilities through standing committees established from time to time under terms of reference. The terms of reference of standing committees set out the mandate, responsibilities, membership and authority of the committee.

AGC members are the voice of the academic community of the University and bring important academic expertise and perspective to the governance of the University. AGC members are required to act in the best interests of the University in carrying out their role.

The President of the University is the Chair of AGC and acts as a conduit between AGC and the Board.

Board Chair

With direction from the Board, the Chair represents the Board and its interests in dealing with the Minister, the Department, the President, stakeholders and the community. The Chair provides leadership to the Board and facilitates the work of the Board. The role and responsibilities of the Chair are described in Board Policy B2300, Board Bylaws (www.macewan.ca/boardofgovernors).

Board Members

Board members must act in the best interest of the University as stated in the PSLA. The roles and responsibilities of Board members are described in Board Policy B2300, Board Bylaws (www.macewan.ca/boardofgovernors).

President

As outlined in the PSLA, the President has general supervision over and direction of the operation of the University and has those powers, duties and function that are assigned by the Board. The role of the President is described in Board Policy B2300, Board Bylaws (www.macewan.ca/boardofgovernors).

3. RECRUITMENT AND APPOINTMENT OF BOARD MEMBERS

Membership

The composition of the Board is mandated by the PSLA as 11 members with a provision for additional members. The board currently consists of a total of fourteen members including members of the public appointed by the Lieutenant Governor in Council (including the Chair), individuals nominated by constituent groups and appointed by Ministerial Order, and the President who is appointed by the Board.

Recruitment

The Department has an established recruitment process that applies to the Board. The recruitment of public members is competency based and led by the Department in conjunction with the Board. The recruitment of nominated members is carried out by each nominating group, which follows its own process and makes a recommendation to the Minister for appointment by Ministerial Order.

Process for Recruitment of Public Members

The Board performs on-going succession planning for its public members through its standing committee responsible for governance and human resources matters. The committee, together with the Board, tracks upcoming vacancies, conducts a skills gap assessment using a competency and experience matrix, and identifies competencies that need to be replaced. This profile is provided to the Department's HR area who facilitate the public recruitment process including advertising the upcoming vacancy, thoroughly vetting applications and preparing a screening report ranking applicants based on competencies. The Board committee, including the Board Chair reviews the screening report and the Board Chair forwards a recommendation for the Minister's consideration. Based on the screening report and considering the Board's recommendation, the Minister makes a recommendation to Cabinet, which appoints an individual for a fixed term by Order in Council.

Appointment

Prior to the appointment of a Board member, appropriate screening will include determining potential conflicts of interest.

As outlined in the PSLA, appointment is for a fixed term of with the potential for reappointment for a second fixed term.

Remuneration

As outlined in the PSLA, the Board prescribes the remuneration that members are paid for their duties as members of the Board. In the case of the University, public members are not remunerated for their service while constituent members receive a modest stipend. The University does reimburse all members for expenses incurred in the performance of their duties as a member of the Board. Board member expenses are voluntarily disclosed by the University and may be viewed on the University's website (www.macewan.ca).

Orientation, Education and Development

Upon their appointment, the Department provides the new member with a set of guidelines produced by the Department. In addition, the new member participates in an orientation process coordinated by the Office of the Board of Governors. The Board is committed to on-going professional development for members and to this end, identifies and facilitates members' participation at workshops, conferences or other educational activities.

4. INTERACTION BETWEEN BOARD AND DEPARTMENT

The Board serves as the intermediary between the Government of Alberta and the University. The Board Chair serves as the voice of the Board to the Minister and the public. Interaction between the Board and the Department is carried out through formal meetings between the Minister and the Board Chair, the President and senior officials.

The Board provides the Department and the Minister with regular reports on the University's performance and plans including the Comprehensive Institutional Plan and the Annual Report.

One of the primary mechanisms for the Board and the University to connect with the Minister is through the Campus Alberta Strategic Directions Committee ("CASDC"). CASDC derives its authority from the PSLA. It is chaired by the Minister, meets periodically each year and serves as a forum to discuss strategic opportunities and challenges related to Campus Alberta. (<http://eae.alberta.ca/post-secondary/campusalberta/partnerships.aspx>)

5. ADMINISTRATION OF THE MANDATE AND ROLES DOCUMENT

Three Year Renewal or Revision

As outlined in APAGA, the Mandate and Roles Document shall be in effect for not more than three years. It must be renewed or revised by the expiry date.

Transparency

Copies of the Mandate and Roles Document are filed with the Minister and the Agency Governance Secretariat. In support of the principle of transparency, this document is also available on the Board's website and the Department's website.

Original signed by
John Day, Q.C.

Board Chair

December 18, 2014

Date

Original signed by

Honourable Don Scott, Q.C.

Minister of Innovation and Advanced Education

January 19, 2015

Date

Approved by The Board of Governors of Grant MacEwan University

Board Motion: 07-12-18-2014/15 Date December 18, 2014