

October 3, 2019
Open Session
4:18 p.m. – 5:07 p.m.
City Centre Campus Room 7-218

Attendees				
✓=attend in person,]=attend by phone, ✕=unable to attend				
Board Members:	✓	Carolyn Graham, Chair	✓	John McGrath, Acting President
<i>Public Members</i>	✓	Adam Guiney	✓	Alexandria Fisher
	✓	Beata Montgomery	✓	Cameron Barr
	✓	Janice Sarich	✓	Jasmine Nuthall
	✓	Lisa Jane de Gara	✓	Samantha Kernahan
	✓	Sarah Tokar		
<i>Academic Members</i>	✓	Aimee Skye		
<i>Non-Academic Member</i>	✓	Nina Delling		
<i>Student Members</i>	✓	Ryley Osadchuk	✓	Andrea Turner
Vice Presidents:	✓	Craig Monk, Provost & Vice-President, Academic		
	✓	Michelle Plouffe, Vice-President and General Counsel		
	✓	Myrna Khan, Vice-President University Relations		
Resource Members:	✓	Marg Leathem, Chief of Staff and Acting University Secretary	✓	Sumiko Yip, Director, Strategic Initiatives, Office of the President
	✓	Elizabeth Hay, Governance Associate (recording secretary)	✓	Marco Turlione, Governance Coordinator
Guests:		Wanda Costen, Dean, School of Business Carrie Hunting, Director, Office of the Provost Rick Ellis, Chief Financial Officer & Associate Vice-President, Finance Jeremy Wilhelm, Senior Manager, Faculty Relations, Human Resources Heather McRae, Dean, School of Continuing Education Barry Horan, Associate Vice-President, Internal Audit and Risk Management Shelagh Hohm, Chief Information Officer Allan Gilliland, Dean, Faculty of Fine Arts and Communications Bronwyn Snefjella, Governance Officer, Provost & Vice-President Academic Stuart MacLean, Associate Vice-President, Facilities Jasmine French, Executive Director, Grant MacEwan University Faculty Association Donna-Mae Winquist, President, MacEwan Staff Association Harry Oosterhoff, Executive Director, MacEwan Staff Association. David McLaughlin, Associate Vice-President, Planning and Analysis and Registrar		

		Helen Ngan Pare, Associate Vice-President, Human Resources
--	--	--

MINUTES: OPEN SESSION

#	Item
0.0	<p>Smudging Ceremony</p> <p>Board Chair Carolyn Graham welcomed Elder Elsie Paul, Indigenous Knowledge Keeper. Elder Paul welcomed the Board of Governors and lead the Board in a traditional Cree prayer.</p>
1.0	<p>Call to Order and Introduction of Guest(s)</p> <p>C. Graham, Chair, called the meeting to order at 4: 18 p.m. noting quorum was present. Attendees introduced themselves.</p>
1.1	<p>Declaration of Conflicts of Interest and Commitment (Real, Potential or Perceived)</p> <p>No conflicts were declared.</p>
1.2	<p>Approval of Open Agenda (MOTION)</p> <p>MOTION #01-10-03-2019/20: Moved by A. Skye and seconded THAT the Board of Governors approve the October 3, 2019 open agenda as presented. Motion carried.</p>
1.3	<p>Approval of Consent Agenda (MOTION)</p> <p>MOTION #02-10-03-2019/20: Moved by C. Barr and seconded THAT the Board of Governors approve the consent agenda (and the contents thereof*) as presented. Motion carried.</p> <p>*The consent agenda includes the following: approval of the minutes from May 23, 2019 open session; THAT the Board of Governors of Grant MacEwan University approve the transfer of \$2,461,681.81 from the Grant MacEwan University Foundation to MacEwan University in accordance with the attached Transfer Agreement; THAT the Board of Governors receive for information an update on the Campus Master Plan as presented; THAT the Board of Governors approve the June 30, 2019 consolidated financial statements for MacEwan University; THAT the Board of Governors receives as information the update on internally restricted accumulated surplus for the year ended June 30, 2019 and THAT The Board of Governors approve the Emeritus Designation Policy as presented.</p>
2.0	<p>Reports</p>
2.1	<p>Board Chair's Report</p> <p>C. Graham reviewed her Chair's report and thanked past Board members Ione Challborn, Meghan Deroo McConnan, Sharon Budnarchuk and Judy Piercy for their contributions to the Board of Governors. She reviewed the upcoming opportunities and challenges for MacEwan University. Opportunities she noted included developing MacEwan University's identity as the 3rd largest university in Alberta, looking forward to the 50th Anniversary of MacEwan University in 2021, the on-going work to launch the Alumni Association and the recruitment of a new President. She added that some of the challenges would be working</p>

	<p>through the potential budget reductions and the consideration that these challenges would be for a new President.</p> <p>She added to her report that MacEwan University hosted Minister Nicolaides on September 6, adding that he was interested in seeing what made MacEwan University unique, and that he was shown the forensic lab and the Roundhouse.</p> <p>C. Graham noted that there would be meetings between herself and the President every other week in order to move some of the critical pieces forward. She added that she wanted to thank the President’s Office for the support to the Board while the positions were being filled in the Board Office.</p>
<p>2.2</p>	<p>Acting President’s Report</p> <p>J. McGrath welcomed back Carolyn Graham to the Board, and welcomed Janice, Adam and Samantha to the Board as well. He reported that he started his acting role as President on July 3rd, and in that time, he has met with the Minister of Advanced Education, he has monthly meetings with the Deputy Minister, and meetings with MacEwan Staff Association, Student Association of MacEwan University (SAMU) and the Grant MacEwan Faculty Association. He added that arising issues are red tape reduction, the mandate review, the potential tuition fee changes and the potential budget changes.</p> <p>He reported that the annual community BBQ was held on September 4. He also added that there was a welcome back BBQ hosted by SAMU and that Executive participated in MacEwan Move-In Day as well.</p> <p>He also reported that MacEwan University hosted Minister Nicolaides from Advanced Education on September 6, and that he and the Board Chair had the opportunity to engage with the Minister directly and that it was a very successful day overall.</p> <p>J. McGrath added that there was a Treaty Marker unveiling and ceremony on September 9 with the marker being created by Stewart Steinhauer and signifying MacEwan University’s commitment to truth and reconciliation and to indigenous voices on campus.</p> <p>J. McGrath reported that he was looking forward to October 7, when he would travel to St. Paul to sign a Memorandum of Understanding with Blue Quills University that provides an opportunity to work together to preserve indigenous culture and languages. He added that October 18 was the second Annual Round Dance, that Oct 18 to 19 was the Dreamcatcher conference on campus, November 2 was Open House for new student recruitment, and that kihew waciston would open on November 7. He noted that the SAMU building was still on track for opening in December, and that there was an opening event planned for February. Finally, he reminded Board members that fall Convocation would take place on November 19.</p>
<p>2.3</p>	<p>Audit & Risk Committee Chair’s Report</p> <p>B. Montgomery, Chair of the Audit & Risk Committee reported that at the September 24, 2019 meeting the Office of the Auditor General presented their findings and that the Board of Governors would see two motions for approval. She noted that the Committee reviewed the Strategic Risk Registers, the annual IT Security Report and that, the 2019/2020 Internal Audit Plan approval was postponed and would be discussed at the next Audit and Risk Committee meeting.</p>

2.4	<p>Governance & HR Committee Chair's Report</p> <p>S. Tokar, Chair of the Governance & HR Committee reported that the Committee reviewed the Freedom of Expression update and she also reported that the Mandate and Roles document was reviewed for information and feedback and as a next step will be shared with the Ministry Following Ministry approval, a final draft will be shared with the Governance and Human Resources Committee and the Board for approval.</p>
2.5	<p>Finance, Property and Investment Committee Chair's Report</p> <p>A. Skye, acting Chair of the Finance, Property and Investment Committee reported that the Committee reviewed financial statements for the annual report, received an update on the Campus Master Plan and recommendations for campus planning and the University's land management strategy.</p>
2.6	<p>Foundation Board of Directors</p> <p>A. Skye, Acting Chair of the Foundation Board of Directors, reported that the Board of Directors reviewed financials and reports relating to alumni and fundraising development.</p>
2.7	<p>Strategy & Stakeholder Relations Committee Chair's Report</p> <p>B. Montgomery, Acting Chair of the Strategy & Stakeholder Relations Committee noted there were no updates to be made in the open session.</p>
3.0	<p>Unfinished Business</p> <p>No matters related to this responsibility were brought forward for discussion.</p>
4.0	<p>New Business</p> <p>No matters related to this responsibility were brought forward for discussion.</p>
5.0	<p>Presentations / Training</p> <p>5.1 Board of Governors Code of Conduct & Bylaws Presentation/Training</p> <p>5.1.1 Board of Governors Code of Conduct & Bylaws (MOTION)</p> <p>M. Plouffe introduced H. Ngan Pare, Associate Vice-President, Human Resources. H. Ngan Pare reviewed the presentation circulated in the Board materials regarding the Board of Governors' role in the Code of Conduct. She clarified the definition of a conflict being when an interest outside of the university conflicts with the Board member's role and summarized that conflicts can be real, perceived or potential but that conflicts will be handled differently depending on the nature of the conflict itself.</p> <p>During the presentation, M. Plouffe clarified that the Board Chair is the administrator for the Code for the Board, and that any conflicts declared would be reviewed by her through the online portal. She added that declarations need to be</p>

		<p>submitted by Board members by December 31/19 as their first declaration, and then as the conflicts arise thereafter. H. Ngan Pare noted that the Board members would have additional guiding documents circulated to them to help them navigate this new process.</p> <p>In response to a question from the Board, M. Plouffe explained that the scope of the Code is wide and that the breadth of the provisions do apply to all Board members, as directed by the Ethics Commissioner and that other post-secondary institutions have similar expectations in their Code.</p> <p>MOTION #03-10-03-2019/20: Moved by S. Tokar and seconded THAT the Board of Governors approve the revised Board of Governors Code of Conduct and the revised Board of Governors Bylaws as presented, both with an effective date of October 3, 2019. Motion carried.</p>
6.0	Adjournment of Open Session	
	<p>Moved by J. Sarich for the adjournment of the open session. The open session was adjourned at 5:07 pm and moved into the closed session of the meeting.</p>	