

## **BOARD OF GOVERNORS OF ATHABASCA UNIVERSITY**

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APPROVED minutes of the 229th regular meeting of the Board of Governors of Athabasca University held Friday, September 15, 2017, at Fort Edmonton Park, Edmonton, AB.

**Present:** Vivian Manasc (Chair), Neil Fassina, Debby Kronewitt Martin, Cheryl Hunter Loewen, McDonald Madamombe, Lynn Hamilton, Derek Briton, Michael Mauws, Paulette Patry, Jamie Czerwinski, Shawna Wasylyshyn, Julian Teterenko and Doug Schindel

**Governance Staff:** Carol Lund (University Secretary) and Barbara Kowalchuk (Recording Secretary),

**Absent with Regrets:** Chief Charles Weaselhead and Grant Grams

### **Call to Order**

The meeting was called to order at 10:00 A.M. The President introduced two new members of the Executive Team – Dr. Matthew Prineas, Provost and Vice President Academic, and Anixa Patel, Chief of Staff.

### **1.0 Approval of Agenda**

#### **1.1 Approve Agenda for Meeting 229**

**229-01 MOVED** That the Board of Governors approves the agenda for Meeting 229, and thereby approves the consent agenda including the minutes of meeting 228, held July 27, 2017 as amended.

**Hunter Loewen/Kronewitt Martin**

**Carried**

*Consent agenda items 1 (Draft Minutes of meeting 228) and 6 (Student and Enrolment Profile 2016-17) were discussed under Business Arising from the consent agenda. The draft minutes of meeting 228 were amended to reflect that Member Mauws was present at the meeting.*

### **2.0 Conflict of Interest**

#### **2.1 Conflict of Interest Statement**

Subject to the Conflict of Interest Guidelines set out in the Code of Conduct and Ethics for Members of the Board of Governors of Athabasca University, and the Board of Governors of Athabasca University General By-laws, members were asked to declare any conflict they may have with respect to particular agenda items contained within the meeting agenda.

No conflicts were declared.

### **3.0 Business Arising from the Consent Agenda**

#### **3.1 Consent Agenda Item 1.0 - Minutes of BOG 228**

Member Mauws noted that the draft minutes of meeting 228 did not reflect that he was present at the meeting.

### **3.2 Consent Agenda Item 6.0 - Student and Enrolment Profile 2016-17**

An editorial change was made to the Outline of Issue form accompanying this report in the agenda package.

### **4.0 Business Arising from the Minutes**

### **5.0 Reports**

#### **5.1 Report of the Chair**

The Board Chair presented this report and provided a further update regarding the ongoing recruitment of public members.

#### **5.2 Report of the President**

The President presented this report. Further to his report, the President provided clarification with respect to actions being undertaken as a result of the recommendations in the Third Party Review Report. He also provided an overview of the work being undertaken by the General Faculties Council Ad Hoc Course and Program Review Committee.

#### **5.3 Athabasca University Accountability Dashboard**

The President noted that this item was presented for consideration and feedback. He advised that it was anticipated health related metrics would be incorporated into the dashboard in alignment with the health matrix that the Government of Alberta is looking at rolling out in the next year.

The President also advised that once the strategic plan has been approved, reporting will change to be reflective of the plan.

#### **5.4 Athabasca University Students' Union Report**

This report was presented by Member Wasylyshyn, President, Athabasca University Students Union (AUSU) and it was noted that the Annual Report of the AUSU was attached.

This report was accepted as information.

#### **5.5 Athabasca University Graduate Students' Association Report**

This report was presented by Member Czerwinski, President, Athabasca University Graduate Students' Association.

This report was accepted as information.

### **6.0 Finance & Property Committee**

#### **6.1 Report of the Chair – Finance & Property Committee**

The Chair, Finance & Property Committee presented this report and it was accepted for information.

## **6.2 Approve Travel & Expense Claim Policy**

**229-02 MOVED** That the Board of Governors approves the revised Travel and Expense Claim Policy effective September 15, 2017.

**Madamombe/Hunter Loewen**

The President presented this item noting that the revised policy and procedures were reviewed by the Finance & Property Committee on September 7, 2017 and the policy had been recommended for approval.

The members discussed the approval process. The President confirmed the Board owns the existing policy framework, and further, that a policy framework with delegated authority will be developed.

**Carried**

## **6.3 Approve Hospitality, Working Sessions/Meetings, Institutional Events and Employee Functions Policy**

**229-03 MOVED** That the Board of Governors approves the Hospitality, Working Sessions/Meetings, Institutional Events and Employee Functions Policy effective September 15, 2017.

**Wasylyshyn/Hunter Loewen**

The President presented this item noting that the revised policy and procedures were reviewed by the Finance & Property Committee on September 7, 2017 and the policy had been recommended for approval.

In follow up to an inquiry at the Finance and Property Committee meeting, the President confirmed that Section 5 “Institutional Events” of the proposed procedure is aligned with other post-secondary institutions and the Government of Alberta.

**Carried**

## **7.0 Audit Committee**

### **7.1 Report of the Chair – Audit Committee**

The Chair, Audit Committee presented this report. He noted the current service provider had notified Athabasca University that internal audit services will cease to be provided effective March 31, 2018. He advised the Audit Committee discussed this item and expressed support for the hiring of a Chief Internal Auditor; and confirmed the Internal Audit Charter is being updated to reflect this change in service delivery.

### **7.2 Review First Quarter Variance and Year-end Forecast Report**

The President presented this item, and provided an overview of mitigation strategies.

**7.3 Approve Athabasca University Annual Report to Alberta Advanced Education for the Year Ended March 31, 2017**

**229-04 MOVED** That the Board of Governors approves the Athabasca University Annual Report to Alberta Advanced Education for the Year Ended March 31, 2017 as presented.

**Mauws/Hunter Loewen**

The President presented this item noting that the Audit Committee had reviewed the report on September 7, 2017 and had recommended approval. He further advised the Audited Financial Statements for the year ended March 31, 2017 form Appendix A of the report, and noted following approval by the Board of Governors of the audited financial statements in May the need for two editorial changes was identified.

Upon consultation with the Office of the Auditor General, PricewaterhouseCoopers LLP, the Audit Committee Chair and AU staff, it was determined that the edits were minor and represented no changes to the financial data. The Office of the Auditor General confirmed a simple replacement of the respective pages was all that was required without having the Statement of Operations re-signed. The Audit Committee Chair and the Board Chair concurred these edits were minor and recommended that the revised financial statements and respective changes be submitted to the Board of Governors for information with no change to the May 26, 2017 motion to approve.

The President reviewed the editorial changes as follows:

- 1) On page 5: switch the order of, and brackets around, two words on the Statement of Change in Net Debt; exchange the wording “Increase (decrease) in net debt” for “Decrease (increase) in net debt”.
- 2) 2) On page 19: In Note 6b (PSPP), inserting the words ‘deficit of’ in front of the 2015 comparative figure \$133,188.

**Carried**

**8.0 Other Business**

**9.0 Schedule of Pending Items**

**9.1 Schedule of Pending Items**

It was noted that there are currently no pending items.

**10.0 In Camera Session – Members Only**

**10.1 Motion to Move In Camera**

**229-05 MOVED** That the Board of Governors moves to an In Camera session.

**Teterenko/Czerwinski**

The University Secretary and the Associate University Secretary were asked to remain.

**Carried**

**10.2 Motion to Exit In Camera**

**229-06 MOVED** That the Board of Governors exits the In Camera session.

**Mauws/Kronewitt-Martin**

**Carried**

**11.0 Adjournment**

**11.1 Adjournment of Regular Meeting**

The meeting was adjourned at 12:35 P.M.