

BOARD OF GOVERNORS OF ATHABASCA UNIVERSITY

APPROVED minutes of the open session of the 242nd regular meeting of the Board of Governors of Athabasca University held Thursday, March 26, 2020 via skype.

Present: Nancy Laird (Chair), Neil Fassina, Sharon Anderson, Robert Balay, Bryan Berg, Lynn Hamilton, McDonald Madamombe, Tracey Maguire, Shannon Neighbour, Larry Spagnolo, Shawn Fraser, Derek Briton, Liam Connelly, Meaghan Sullivan, Brandon Simmons and Natasha Donahue.

Governance Staff: Carol Lund (University Secretary) and Barbara Kowalchuk (Associate University Secretary)

Others Present: Matthew Prineas, Deborah Meyers, Jennifer Shaeffer, Kristine Williamson, Gilbert Perras and Charlene Polege

Call to Order

The meeting was called to order at 1:05 P.M. The Chair congratulated Members Madamombe and Hamilton on their reappointment as public members and welcomed them back to the Board.

1.0 Approval of Agenda

1.1 Approve Agenda for Meeting 242

242-01 MOVED That the Board of Governors approves the open session agenda for Meeting 242, and thereby approves the consent agenda including the minutes of meeting 241, held December 13, 2019, as presented.

Balay/Anderson

Carried

2.0 Conflict of Interest

2.1 Conflict of Interest Declaration

Subject to the Code of Conduct and Conflict of Interest Guidelines for the Board of Governors, 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 President's Discussion and Analysis

3.1 Discussion and Analysis

The President presented this report to the members.

3.2 Receive 3rd Quarter Variance & Year-End Forecast Report

The President presented this item and provided an overview of the key drivers behind the current operating surplus and the projected year-end forecast.

It was noted that since the report had been compiled information had been received from the Universities Academic Pension Plan (UAPP) in regard to the actuarial adjustment to the UAPP liability and members were updated on the affect this will have on year-end projections. Discussion also took place regarding the university's COVID-19 response and how this may affect the year-end forecast.

4.0 Action Items

4.1 Approve Lease with Whispering Hills Day Care Society

- 242-02 MOVED** That the Board of Governors approves the lease of the Portable Office Complex in Athabasca to Whispering Hills Day Care Society for a ten year term commencing June 1, 2020 and terminating on May 31, 2030 for the purposes of providing childcare; and further
That authorization be granted to the Vice President, Finance and Administration and CFO to execute the lease.

Spagnolo/Donahue

The Vice President Finance and Administration and CFO presented this item noting that the proposal would allow the Whispering Hills Day Care Society to consolidate their operations to one location and allow for growth.

Members discussed the proposal and expressed support noting that this lease supports the IMAGINE Plan and demonstrates Athabasca University's commitment to community.

Carried

4.2 Approve Revised Enterprise Risk Management Policy

- 242-03 MOVED** That the Board of Governors approves the revised Enterprise Risk Management Policy as presented, effective March 27, 2020.

Madamombe/Neighbour

The Chair, Audit Committee presented this item noting that a robust enterprise risk management policy and framework is critical. He advised that the revised policy is in alignment with the ISO 31000 Risk Management Standard which was updated in 2018.

The President provided an overview of the primary changes from the existing policy.

Member Madamombe expressed concerns regarding the information provided in the background documents noting that he believed it did not accurately reflect the good work that has been done in respect of the development and evolution of enterprise risk management at the university. He further noted that the ISO 31000 Risk Management Standard indicates that the framework should be kept simple, and that the Board needs to play a key role. He indicated that it will be important for management to articulate how the five components of a framework as identified in the ISO 31000 Risk Management Standard are being addressed.

Carried

4.3 Approve Honorary Naming of new Indigenous Gallery Space

242-04 MOVED That the Board of Governors approves the honorary naming of a new Indigenous gallery space (space outside the Nuksahtowin ceremony room in ARC). To be named the “Bertha Clark-Jones Gallery”.

Fassina/Berg

The President presented this item noting that it supports our process towards conciliation as the gallery would be a community gallery showcasing Indigenous art and would be named after a local Indigenous leader. He further noted that the naming is not in perpetuity and it is the intent of the proposal that other Indigenous leaders would be honored with the naming in the future.

Carried

4.4 Approve 2020-2021 Integrated Resource Plan

242-05 MOVED That the Board of Governors approves the 2020-21 Athabasca University Integrated Resource Plan, as presented.

Neighbour/Madamombe

It was determined prior to discussion on Motion 242-05 that the Board should move to an In Camera session with management.

Motion to Move In Camera

242-06 MOVED That the Board of Governors moves to an In Camera session with management.

Berg/Anderson

Carried

Motion to Exit In Camera

242-07 MOVED That the Board of Governors exits the In Camera session with management.

Balay/Spagnolo

Carried

Opposed: Briton

Motion to Move to a Closed Session

242-08 MOVED That the Board of Governors moves to a Closed session with management.

Fraser/Anderson

Carried

Motion to Exit the Closed Session

242-10 MOVED That the Board of Governors exits the Closed session with management.

Balay/Spagnolo

Carried

Note: Agenda Items 4.4 and 4.5 were addressed during the closed session of BoG 242, March 26, 2020 (Motions 242-05 and 242-09).

5.0 Business Arising from the Consent Agenda - None

6.0 Board Chair Report and Closing Comments

The Chair thanked everyone for participating in the meeting.

Adjourn

The meeting was adjourned at 4:08 P.M.