



BOARD OF GOVERNORS

Minutes of the Regular Meeting (#1) Held on Monday, October 26, 2009 [Public Session]

- PRESENT:
- C. Williams, Chair
 - B. Damps, Recording Secretary
 - M. Delorme
 - J. Diakiw
 - D. Farrell
 - K. Hewson
 - N. Kenward
 - D. Marshall
 - T. McIntosh
 - B. Pinney
 - R. Shaw
- R. Fisher, Provost and Vice-President, Academic
R. Roberts, Vice-President, Administrative Services
H. Wight, Vice-President, External Relations
B. Fleming, Executive Director, Student Affairs and Campus Life
J. O'Connor, Executive Assistant to the President
- D. Anderson, Director, Financial Services
R. Boschman, Associate Professor, English
E. Delamont, Vice-President, Academic, Students' Association of Mount Royal University
P. Dornian, Director, Mount Royal Conservatory
S. Gottheil, Associate Vice-President, Enrolment Management
R. Jones, Vice-President, External, Students' Association of Mount Royal University
E. Sweeney, Vice-President, Student Life, Students' Association of Mount Royal University
- ABSENT:
- L. Black
 - J. Giesbrecht
 - B. MacKenzie
 - R. Ramsden-Wood

The Chair welcomed Board members and guests to the first meeting of the Board of Governors of Mount Royal University.

1.1 APPROVAL OF AGENDA

Policy 960-10, Retirement Policy was removed from the agenda to undergo additional work.

Moved by K. Hewson, seconded by N. Kenward:

THAT the agenda be approved as amended.

CARRIED

1.2 PRESENTATIONS

1.2 Students' Association: The Student Experience

The Board of Governors received a presentation from the Students' Association entitled, "The Student Experience", both inside and outside the classroom. Presenters were Robert Jones, Vice-President, External; Erin Delamont, Vice-President, Academic; and, Eily Sweeney, Vice-President, Student Life. Important issues for students are transportation, accessibility, affordability, quality, and the introduction of a Fall Term reading day.

1.3 Dr. Robert Boschman, Associate Professor, Department of English

Dr. Robert Boschman, Associate Professor, Department of English, made a presentation to the Board of Governors on Mount Royal's 2010 interdisciplinary conference, "Under Western Skies: Climate, Culture and Change in Western North America," which will coincide with the University's 100th anniversary.

1.3 APPROVAL OF MINUTES

1.3.1 Regular Meeting, Public Session, June 9, 2009

Moved by K. Hewson, seconded by R. Shaw:

THAT the minutes of the Public Session of the Regular Meeting of the Board of Governors held on June 9, 2009 be approved as distributed.

CARRIED

1.4 CHAIR'S REPORT

a. The Board Chair:

- Acknowledged the work of many individuals over the past several years that resulted in Mount Royal becoming Canada's oldest new University on September 3, 2009:
 - The President, Provost and Vice-President, Academic, Executive Director of Student Affairs and Campus Life, Deans, faculty, managers and staff who successfully worked through all the various internal and external processes (degree proposals, curriculum, faculty hiring, etc.);
 - The Students' Association and the students of Mount Royal for their support and lobbying efforts;
 - The Vice-President, Administrative Services and the institution's administrative support services for buildings and facilities;
 - The Vice-President, External Relations, and the External Relations team for the institutional brand and for organizing the September 3, 2009 events;
 - Alberta MLAs and politicians who supported Mount Royal and lobbied for the institution; and,
 - Current and former Board members who worked tirelessly over the years to advance Mount Royal's aspirations.
- Reported that the Board of Governors held a very successful retreat on September 18 and 19, 2009.

b. The Board of Governors received the Chair's Report for information.

1.5 EXECUTIVES' REPORTS

1.5.1 President

- a. In addition to the contents of his written report, D. Marshall reported the following:
 - Upcoming Events: On November 3, 2009, he will be speaking at a downtown Rotary Club event; Mount Royal's first Convocation as a University is being held on November 6, 2009; and, the Board's joint meeting with the Foundation Board of Directors and the Annual Dinner will take place on November 23, 2009.
 - From December 7 to December 18, 2009, he will be attending a number of national and international events: Higher Education Quality Council of Ontario Board of Directors' meetings; the Global Higher Education Forum (Current Trends, Future Perspectives) in Malaysia; and, meetings in Seoul, South Korea as President of the Consortium for North American Higher Education Collaboration (CONAHEC).
 - He expressed appreciation to Board members for their support, advice and lobby efforts during the past several years as Mount Royal aspired for university status. The Board's work with the external community, at both the political level and with colleagues, has been outstanding and was critical to Mount Royal's success.
- b. The Board of Governors received the President's Report for information.

1.5.2 Provost and Vice-President, Academic

- a. R. Fisher, Provost and Vice-President, Academic, reported the following:
 - Fall Term 2009 enrolment is up by 9% to 10% and a detailed enrolment report will be provided to the Board at the December 2009 meeting.
 - Work is occurring on the development of new degree proposals, but government funding to support new programs is unlikely.
 - The institutional Mandate Statement is undergoing revisions for approval by the Board of Governors in December 2009.
- b. The Board of Governors received for information the Report from the Provost and Vice-President, Academic.

1.5.3 Vice-President, Administrative Services

No report.

1.5.4 Vice-President, External Relations

No report.

1.5.5 Executive Director, Student Affairs and Campus Life

- a. B. Fleming, Executive Director, Student Affairs and Campus Life, reported the following:
 - Initiatives that support and facilitate student engagement will be shared with the Board at a future meeting.
 - The men's golf team and individual members of the team had outstanding performances at the ACAC national championships recently. The men's and women's soccer teams also performed extremely well this season. Cougar athletes continue to perform exceptionally well and represent the institution in an exemplary manner.
- b. The Board of Governors received for information the Report from the Executive Director, Student Affairs and Campus Life.

1.6 GENERAL FACULTIES COUNCIL

1.6.1 Roles and Responsibilities of the General Faculties Council

- a. D. Marshall reviewed the roles and responsibilities of the General Faculties Council. The Council is established in accordance with the Alternative Academic Council Regulation of the Post-Secondary Learning Act. The Regulation gives the Council authority over the institution's academic affairs, subject to the approval of the Board, and as such is the senior academic decision- and policy-making body of Mount Royal.
- b. The Council may make recommendations to the Board of Governors on several other issues. Specific powers of the General Faculties Council include approval of the granting of diplomas and degrees (other than honorary degrees), approval of academic programs, academic policies, academic awards, and the Calendar.
- c. The Board of Governors received for information the report on Roles and Responsibilities of the General Faculties Council.

1.6.2 Report from the General Faculties Council

The Board of Governors received for information the written report on the September 17 and October 15, 2009 meetings of the General Faculties Council.

1.7 AUDIT AND FINANCE COMMITTEE

1.7.1 Committee Report

- a. R. Shaw, Chair, Audit and Finance Committee, reported that the Committee met on October 26, 2009. Although the Committee transacted a great deal of business at that time, there are some outstanding matters requiring attention, including the Business Plan for the Conservatory/Performance Hall.

- b. The Committee met with each of the University's new investment managers. Although it is early in their tenure, overall they appear to be performing well. A better indication of their performance will be reflected in the December 2009 investment report.
- c. The Board of Governors received the Audit and Finance Committee Report for information.

1.7.2 Mount Royal College Consolidated Financial Statements, Financial Statement Overview, and 2008-2009 Fiscal Year-End Appropriations

- a. R. Shaw reported that on October 26, 2009 the Audit and Finance Committee met with representatives from the Office of the Auditor General to receive the audited consolidated financial statements for the fiscal year ended June 30, 2009. The audit went extremely well and the Auditors expressed appreciation to the Vice-President, Administrative Services, as well as the Director and staff of Financial Services for their hard work and cooperation during the audit.
- b. Moved by R. Shaw, seconded by K. Hewson:

THAT the Board of Governors approve the Mount Royal University Year-End Appropriations and Reserve Fund Transfers for the year ended June 30, 2009.

Specifically:

1.	Current Year Net Operating Spending from Internally Restricted Net Assets	\$(4,243,752)
2.	Annual Appropriations Approved Through the 2008-2009 Budget Process:	
	- Allocation to Athletics/Mount Royal Recreation Equipment Reserve	200,000
	- Allocation to Parking Reserve	1,575,000
3.	New Appropriation Requests:	
	- Allocation to Research Reserve	\$ 214,000
	- Board of Governors Scholarships	8,100
	- Exam Accommodation Assistance	<u>351,634</u>
	Total Board Transfers	\$(1,895,018).

CARRIED

- c. Moved by R. Shaw, seconded by K. Hewson:

THAT the Board of Governors approve the Mount Royal College Audited Consolidated Financial Statements for the year ended June 30, 2009.

CARRIED

1.7.3 Quarterly Operating and Capital Budget Report to September 30, 2009 and Supplemental Budget

- a. R. Shaw reported that at the end of the first quarter (September 30, 2009), credit tuition levels are above what they were in Fall 2008; in the non-credit areas, performance is slightly under projection and is being monitored.
- b. The Board of Governors received for information the Operating and Capital Budget Report to September 30, 2009.
- c. Since approval of the Budget Plan for 2009-2010, adjustments have been made to the budget in consequence of salary settlements, confirmation of grants from government, investment income, donations and contributions income adjustment to reflect forecasts, and finalization of the base operating contingency.
- d. Moved by R. Shaw, seconded by K. Hewson:

THAT the Board of Governors approve the Supplemental Budget for 2009-2010.

CARRIED

1.7.4 New Conservatory and Performance Hall – Federal Government Contribution Agreement

- a. The Board of Governors' meeting recessed and the Audit and Finance Committee convened.
- b. The Committee reviewed the federal government Contribution Agreement for the Government of Canada's contribution of \$20 million in support of the new Conservatory and Performance Hall. The Agreement outlines the various terms and conditions of the use of funds and outlines the various forms of reporting and audit that the institution will be subject to.
- c. A requirement under the Agreement is that the Board of Governors provide the University management with the authority to execute the Agreement. The University is close to having the terms and conditions finalized and is seeking the Board's approval to enter into the Agreement. Although the administrative reporting requirements under the contract are onerous, the University will be able to comply with them.
- d. Moved by B. Pinney, seconded by T. McIntosh:

THAT the Audit and Finance Committee recommend that the Board of Governors authorize the University to sign a Contribution Agreement with the Government of Canada for its contribution of \$20 million in support of the new Conservatory and Performance Hall.

CARRIED

- e. The Audit and Finance Committee meeting adjourned and the Board of Governors' meeting reconvened.

- f. Moved by R. Shaw, seconded by D. Farrell:

THAT the Board of Governors authorize the University to sign a Contribution Agreement with the Government of Canada for its contribution of \$20 million in support of the new Conservatory and Performance Hall.

During discussion of the motion (item f., above), members heard the following:

- g. There was an inquiry as to whether funding could be taken away part-way through the project. R. Roberts responded that the federal government can reverse the appropriation, but the risk of that happening is fairly low. The University will be receiving the funding as money needs to be expended. The Agreement requires Board approval, which is an exception to usual practice which is that agreements are signed-off administratively. The other provisions in the Agreement are fairly standard; however, the University has had the Agreement reviewed by legal counsel to ensure that it doesn't contain provisions that are unacceptable to the institution. Funds cannot be expended until the Agreement has been signed.
- h. Concern was expressed about approving the Contribution Agreement in the absence of a "term sheet". The Vice-President, Administrative Services and the Director, Financial Services, will develop a term sheet and forward it electronically to the Board for review. Consequently, it was:

Moved by B. Pinney, seconded by T. McIntosh:

THAT the motion (item f., above) be amended to add "subject to the provision of a term sheet to the Board of Governors".

CARRIED

- i. Voting on the motion (item f., above), as amended (item h., above):

CARRIED

1.8 CAMPUS DEVELOPMENT COMMITTEE

1.8.1 Committee Report

- a. M. Delorme, Chair, Campus Development Committee, reported that the Committee met on October 26, 2009. The major item of business for the Committee was to approve the awarding of the general contractor contract for the vehicle parkade to Dominion Construction. The parkade tender has come in almost 40% under budget. The project budget has been revised to \$25 million and the University has renegotiated with the Alberta Capital Finance Authority to restructure the amount of the loan. In view of the results of the tender, parking fees could be reviewed. The Committee also received an update on the University's major capital projects.
- b. The Board of Governors received for information the Report from the Campus Development Committee.

1.9 HUMAN RESOURCES AND COMPENSATION COMMITTEE

1.9.1 Committee Report

The Board of Governors received for information the written report on the Human Resources and Compensation Committee meetings held on July 16 and October 15, 2009.

1.10 CONSENT AGENDA

1.10.1 Items Removed from Consent Agenda for Discussion

1.10.2.2 Major Capital Projects Update

- a. A Board member inquired as to whether the University engages additional staff to assist with the major capital projects. R. Roberts responded that the University proceeds on a project by project basis. As another project manager is required, that is built into the project budget and when the project has concluded, the situation is reviewed. Institutional oversight for capital projects rests with the Director of Physical Resources; from the Board's perspective, oversight rests with the Campus Development Committee.
- b. The Board of Governors received the Major Capital Projects Update for information.

1.10.2 Consent Agenda

Moved by M. Delorme, seconded by T. McIntosh:

THAT the Board of Governors approve or receive for information, as recommended, the Consent Agenda items for the October 26, 2009 meeting of the Board of Governors.

1.10.2.1 Investment Reports to June 30 and September 30, 2009

THAT the Board of Governors receive for information the Investment Reports to June 30 and September 30, 2009.

1.10.2.2 Major Capital Projects Report

See discussion under agenda item #1.10.1.

1.10.2.3 General Faculties Council Minutes, May 21, 2009 Meeting

THAT the Board of Governors receive for information the minutes of the General Faculties Council meeting held on May 21, 2009.

1.10.2.4 General Faculties Council Minutes, September 17, 2009 Meeting

THAT the Board of Governors receive for information the minutes of the General Faculties Council meeting held on September 17, 2009.

1.10.2.5 Human Resources Policies

THAT the Board of Governors approve the following policies:

- Policy 960-15, Conflict of Interest
- Policy 950-2.3, Vacations: Management
- Policy 950-5, Group Insurance Plans: Management, Support Staff and Exempt
- Policy 910-3.2, Relocation Expenses: Faculty and Management
- Policy 910-3.1, Interview Expenses: Faculty and Management
- Policy 950-6, Local Authorities Pension Plan (LAPP).

CARRIED

1.11 OTHER BUSINESS

There were no other items of business.

1.12 NOTICES OF MOTION

There were no Notices of Motion.

1.13 MOTION TO RECESS

Moved by D. Farrell, seconded by K. Hewson:

THAT the Board of Governors' meeting recess.

CARRIED

C. Williams, Chair

Date