

UNIVERSITY OF REGINA BOARD OF GOVERNORS
Minutes of the Meeting of
Tuesday, 13 December 2016, Administration-Humanities 527

Present: E. Bourassa, G. Bosgoed, R. Brandvold, M. Brigham, P. Klein, D. Kwochka (Chair), J. McKenzie, A. Opseth, V. Timmons, J. Tomkins, C. Warner

Resource: D. Button, T. Chase, L. Jankowski (recording secretary), D. Malloy, G. Sylvestre

Guest: P. Kelly (P3 Architecture), N. Paskewtiz (Associate Vice-President – Facilities Management), C. Reyda (Facilities Management), J. Youck (P3 Architecture)

Prior to the start of the meeting D. Button provided a quick presentation of a recent change to the design of the lecture theatre at College Avenue Campus.

Call to order: 8:00 a.m.

Chair D. Kwochka provided a welcome to all at the meeting.

The Chair asked Board members to declare a conflict of interest should they have one with any of the items discussed at the meeting. A. Opseth declared a conflict with item 5.3.

The Board Chair thanked Board members for attending the Board Holiday Dinner.

1. Approval of the Agenda

The Chair moved items 5.1, 5.2, 5.3, and 5.4 to follow the approval of the minutes in order to deal with the Audit and Risk Management items prior to E. Bourassa withdrawing from the meeting.

Item 6.1 was changed from a decision item to a discussion item.

Klein - Brandvold

Moved approval of the agenda as amended.

CARRIED

2. Approval of the Minutes

2.1 Approval of the Minutes from the Meeting of 20 September 2016

Brigham - Tomkins

Moved approval of the minutes as circulated.

CARRIED

5. Administrative Item(s)

5.1 Provincial Auditor's Audit Planning Memorandum, Page 48 of the Agenda

Bourassa - Brandvold

That the Board of Governors approves the attached (Attachment A) 2017 Audit Planning Memorandum prepared by the Office of the Provincial Auditor of Saskatchewan.

E. Bourassa provided a summary from the discussions at the Committee meeting held the day prior. It was noted that the Committee met with representatives from the Provincial Auditor's office who delivered the plan for the 2016-17 audit. Bourassa highlighted four areas of focus which included: findings from last year's audit, the donation of land in Wascana Centre, pension liabilities and new capital assets.

The question was called on the motion.

CARRIED

5.2 Enterprise Risk Management Framework, Page 73 of the Agenda

Bourassa - Brandvold

That the Board of Governors approves the updated Enterprise Risk Management Framework (Attachment A) as amended.

E. Bourassa provided a summary from the discussions at the Committee meeting. It was reported that the Committee heard a presentation from James Barr from KPMG who assisted with the development of the new framework. Bourassa confirmed that the new format for the framework was clear and the Committee recommended it for approval.

It was pointed out that there was a friendly amendment from the Audit & Risk Management Committee meeting to add 'significant' to Page 76 under the definition of Risk Register.

The question was called on the motion.

CARRIED

(A. Opseth withdrew from the meeting at 8:06 a.m. due to a conflict of interest with item 5.3.)

5.3 SaskPower Clean Energy Chair, Page 87 of the Agenda

Bourassa - Tomkins

That the Board of Governors approve the SaskPower Clean Energy Chair as described in Attachment A.

E. Bourassa provided a summary from the discussions at the Committee meeting. Bourassa noted the position is fully funded and once approved the position will be filled for five years.

There was a typo on Page 57 to change '1016 to 2016' on the first page of the decision item.

All questions were addressed.

The question was called on the motion.

CARRIED

5.4 Revision of the Office of Internal Audit Charter, Page 96 of the Agenda

Bourassa - Brandvold

That the Board of Governors approve the revised Charter of the Office of Internal Audit (Attachment A) as amended.

E. Bourassa provided a summary and some background from the discussions at the Committee meeting held the day prior. It was reported that there was a proposed friendly amendment to the Charter as follows:

- To insert the following sentence on Page 98 to read: 'The internal audit plan will be developed based on a prioritization of the University's audit universe using a risk-based methodology which will include the input of the University Executive Team and will consider the future impact in addition to the traditional historical focus of audit compliance practices.'

E. Bourassa also reported discussion at the Audit & Risk Management Committee regarding access by the Provincial Auditor to internal audit records. G. Sylvestre reported that Y. Yevlanova confirmed that the Internal Auditor, after consultation with the University

Executive Team, would release Internal Audit working papers to the Office of the Provincial Auditor if they wished to rely on her work for their audit procedures.

All questions were addressed.

The question was called on the motion.

CARRIED

(A. Opseth rejoined the meeting at 8:21 a.m.)

(E. Bourassa withdrew from the meeting at 8:25 a.m.)

3. Business Arising

3.1 Admissions, Registrations, Enrolments, Credit Hours, Student Financial Support, and Student Debt, Page 11 of the Agenda

The President provided highlights on enrolments and deferred to Dr. Chase to present the item which is an update from the September meeting. The Provost provided an overview of the reports which were distributed at the meeting which included a summary of the non-Saskatchewan domestic enrolments of undergraduate and graduate students and the domestic students by province which is *appended to the Official File*.

Discussion followed.

Board members suggested that the following information would be helpful in future reports:

- student gender mix data
- post secondary institutions that are recruiting Regina high school graduates
- marketing costs associated with specific recruitment activities, in order to assess the effectiveness of specific marketing and recruitment efforts
- data that influence student decisions for attending post secondary institutions

Management addressed questions raised during the discussion.

4. Strategic Item(s)

4.1 Strategic Presentation (*College Avenue Campus – External Design Development*), Page 15 of the Agenda

(P. Kelly and J. Youck from P3 Architecture and N. Paskewitz and C. Reyda from Facilities Management joined the Board meeting at 8:50 a.m.)

President Timmons introduced P. Kelly and J. Youck from P3 Architecture and N. Paskewitz and C. Reyda from Facilities Management. J. Youck provided an overview of the external design for the College Avenue Campus buildings. The information was included in the Board package under item 4.2 on Page 17 of the Board Agenda.

(Minister Eyre, D. Button and D. Eisler joined the meeting at 9:00 a.m. to provide introductions to the Minister. The President provided a brief update. At 9:05 a.m. the Minister and D. Eisler withdrew from the meeting.)

Following the presentation there was a brief question and answer session.

The Chair thanked J. Youck and P. Kelly for the presentation.

(The Board had a brief recess following the presentation at 9:35 a.m. and the four guests withdrew from the meeting. The meeting reconvened at 9:55 a.m.)

There was a brief discussion following the design presentation and positive feedback was provided from the Board. It was suggested that management should video and photograph the progress and development of the College Avenue Campus Renewal project in order to have a historical record of the various stages of development. The Board inquired about the timing of communication related to the external design.

The Board Chair provided highlights of the '100 Days of Cree' book that was provided to Board members.

The Chair congratulated G. Sylvestre for being appointed for another two years to the SaskTel Board.

4.2 College Avenue Campus Renewal – Project Update, Page 15 of the Agenda

P. Klein presented the item for information and noted that most of the discussions held at the Committee meeting were related to scope and schedule.

5. Administrative Item(s)

5.5 Trust & Endowment Committee Terms of Reference, Page 101 of the Agenda

Klein - Brigham

That the Board of Governors approves Attachment A the amended terms of reference for the Trust & Endowment Committee (TEC);

And that the Board of Governors reaffirm that the current five appointees to the Trust & Endowment Committee are:

- *Dr. R.J. Tomkins, Chancellor;*
- *Dave Button, Vice-President (Administration);*
- *Kelly Kummerfield, Associate Vice-President (Human Resources);*
- *Dale Schoffer, Associate Vice-President (Finance); and*
- *Financial Analyst (Accounts Payable, Banking & Trust) (ex-officio).*

P. Klein presented the item for approval.

The question was called on the motion.

CARRIED

5.6 Artificial Turf Field Surface Replacement, Page 103 of the Agenda

Klein - Brigham

That the Board of Governors approve the routine replacement of the Artificial Turf Field. This project will be funded in whole by Kinesiology, Health and Sport (KH&S) at a total cost of \$800,000.

P. Klein presented the item for approval and reported that KH&S will fully fund the project. Questions were addressed.

The question was called on the motion.

CARRIED

(M. Brigham declared a conflict with item 5.7 so withdrew for the discussion at 10:15 a.m.)

5.7 Policy – Board Member Honorarium and Expenses, Page 105 of the Agenda

Tomkins - Brandvold

That the Board of Governors approves the Board Member Honorarium and Expenses Policy attached as Attachment A.

D. Kwochka presented the item for approval which was postponed from the December meeting in order that management could consider a proposed change to the policy regarding 'compensation' for Faculty elected to the position on the Board.

The Board recommended the proposed change as presented in the item.

The question was called on the motion.

CARRIED

(M. Brigham returned back to the meeting at 10:20 a.m. following the discussion.)

Item 5.12 was discussed before 5.8 in order that C. Warner could present the item.

- 5.12 Statement of Investment Policies and Goals – University of Regina Pension Plans, Page 140 of the Agenda

Brandvold - Klein

That the Board of Governors approves the 2016 Statements of Investment Policies and Goals (SIP&Gs) for the Academic and Administrative Pension Plan – Defined Benefit Component ("Attachment A"), Defined Contribution Component ("Attachment B") and the Non-Academic Pension Plan ("Attachment C").

R. Brandvold presented the item for approval and summarized the discussions held at the Committee meeting.

All questions were addressed.

The question was called on the motion.

CARRIED

(C. Warner joined the meeting at 10:20 a.m.)

- 5.8 Policy – Approval Authorities and Executive of Documents, Page 110 of the Agenda

Warner - Tomkins

That the Board of Governors approves GOV-010-005 Approval Authorities and Execution of Documents (Attachment A) as amended.

C. Warner presented the item for approval. Warner reported that the policy is final but the names relating to research are draft and will be finalized once they are confirmed.

Discussion followed.

There was a friendly amendment noted at the Committee meeting which was due to a typo on the decision item. The Policy/Legal section should read as follows: 'This policy will be used in addition to the Signing Authorization Policy 30.30.15 with the approval registry replacing policy 30.30.15 when it is approved by the Board at a later date.'

In addition, there was another friendly amendment requested at the top of page 3 of 5 of the policy to read as follows, "Employees in whom financial, administrative or academic responsibility is vested by the University (including the authority to approve commitments or execute agreements) are required to act in good faith...."

The question was called on the motion.

CARRIED

5.9 Board Bylaws Amendment, Page 130 of the Agenda

Warner - Tomkins

That the Board of Governors approve the amendments, shown below, to Board Bylaws 5.4 and 5.5:

5.4 Attendance

Board members are required to attend all Committee meetings for which they are a member as well as all Board meetings. Attendance includes attending meetings in person or alternate forms of attendance as noted in the Board bylaws.

If a Board member is absent from two-fifths of the regular meetings of the Board, or its Committee meetings, over the period of 12 consecutive months, the Chair or delegate shall contact the member to determine his or her interest in continuing to serve as a member of the Board. A Board member absent from two-fifths of the regular meetings of the Board and/or its committees over the period of 12 consecutive months, without sufficient reason or without having made satisfactory arrangements with the Chair, shall be referred to the Committee responsible for dealing with Board member removal (refer to section 4.4 in the Board of Governors bylaws).

Members of the Board may attend meetings for any of the standing Committees, except the Governance and Nominations Committee in which case attendance of non-Committee Board members requires the prior approval of the Committee.

Board members are also invited to attend various University and community events. Guidance around expectations regarding attendance at these events is provided in the "Board Event Attendance Matrix" provided to Board members in the Board Orientation document.

5.5 Honorarium and Compensation

The Board of Governors may pay each member of the Board, except the President of the University or an employee of the Government of Saskatchewan, a sum to be determined by the Board for each day that the member attends a meeting of the Board or any Committee of the Board (pursuant to section 62 (1) of the Act).

The Governance and Nominations Committee of the Board of Governors will review the policy for honoraria every three years and recommend to the Board of Governors changes or amendments to the policy. The policy can be found at <http://www.uregina.ca/policy/browse-policy/policy-GOV-001-005.html>.

The faculty representative to the Board of Governors ~~shall normally will~~ receive a teaching workload reduction equivalent to one three-credit-hour course per year. Alternatively, the member can instead choose to receive the same per diem/honoraria as other board members (except the President).

C. Warner presented the item for approval as it relates to reference to the Board attendance matrix in the Bylaws.

The question was called on the motion.

CARRIED

5.10 Policy – Appointing Employees to External Boards and Committees, Page 133 of the Agenda

Warner - McKenzie

That the Board of Governors approves the revised Appointing Employees to External Boards and Committees Policy attached as Attachment A as amended.

C. Warner presented the item for approval. It was reported that there was a friendly amendment to Page 136 to change 'Corporation' to 'Entity' under the Consequences for Noncompliance section.

All questions were addressed.

The question was called on the motion.

CARRIED

5.11 University of Regina Appointment to Wascana Centre Authority, Page 139 of the Agenda

Warner - Tomkins

That the Board of Governors appoint Kim McKechney to Wascana Centre Authority.

C. Warner presented the item for approval and summarized the discussion from the Committee meeting.

The question was called on the motion.

CARRIED

6. Consensus Items

6.1 2017-2018 Board Meeting Schedule

C. Warner presented the item for discussion and noted a few of the proposed changes around the meeting dates in the Board schedule for 2017-2018. Discussion followed.

Following the discussion, the Board agreed to approve the proposed schedule and Board members were asked to review their calendars and report back any conflicts to G. Sylvestre.

Warner - Brandvold

That the Board of Governors approve the 2017-2018 Board Meeting Schedule (July 2017 to July 2018) as attached. Revisions to the schedule may be made in consultation with the Board Chair and President.

The question was called on the motion.

CARRIED

1 – Abstention (Brigham)

7. Reports (For Information)

7.1 Chair, Verbal Report

The Chair provided an update on the recent events and activities that were attended since the last Board meeting. The Chair also reported back on meetings regarding the President's renewal.

The Chair and President provided an update on several communications received from the President of URFA. Discussion followed.

The Chair provided an update on communications received from a local author by the Chancellor and Chair. Discussion followed. It was confirmed that the Board Chair will follow up with a letter.

7.2 Chancellor, *Verbal Report*

The Chancellor provided an update on a number of events and meetings held on and off campus since the last Board meeting. The Chancellor also provided an update on the Senate Appeals meetings since the last Board meeting.

7.2.1 University of Regina Senate Report for 21 October 2016, Page 231 of the Board Agenda

The Chancellor presented the item for information and provided highlights of the Senate Meeting which included a lengthy discussion regarding the announcement of the new Conexus building in Wascana Park.

7.3 President's Report, Page 233 of the Board Agenda

President Timmons presented the report for information and highlighted progress on the objectives in her report. The President also reported on the following:

- Attended a dinner with the past Board Chairs to continue to stay connected and engaged.
- The President distributed a Policy Brief on the 'Post-Secondary Education in Canada: A Response to the Truth and Reconciliation Commission of Canada' written by President Timmons and President Stoicheff from the University of Saskatchewan.
- Planning to meet with the Chiefs of local First Nations on December 15th to build on relationships with Indigenous communities.

Discussion followed.

Following the discussions, the President is planning to meet with the Executive Lead, Indigenization to build relationships with Indigenous people who do not live on reservations which is a large percentage of the Indigenous people in the province.

President Timmons and J. McKenzie plan to work together to discuss emergency funding for students in need.

7.3.1 Institutional Dashboard, Page 247 of the Board Agenda

The item was presented for information. The President noted that the dashboard will be moving to merge with the Performance Measurement Framework in the future.

All questions were addressed.

7.4 URSU President, Page 250 of the Board Agenda

J. McKenzie presented the report for information.

Questions were addressed.

7.5 Committee Chair Highlights, *Verbal Report*

The Committee Chairs provided summaries of the meetings held the day before, addressing any questions or observations from the information that was provided.

(L. Jankowski withdrew from the meeting at 12:09 p.m.).

(M. Brigham withdrew from the meeting at 12:09 p.m. during the Human Resources Committee Chair's update on upcoming collective bargaining negotiations.)

(M. Brigham returned to the meeting at 12:14 p.m.)

8. In Camera Session I: 12:21 p.m.

8.1 College Avenue Campus – Conexus Development Support, *distributed confidentially*

The item was recorded *In Camera* Minutes and is *appended to the Official File*.

(D. Button, T. Chase and D. Malloy withdrew from the meeting at 12:29 p.m.)

(V. Timmons withdrew from the meeting at 12:30 p.m.)

9. In Camera Session II: 12:31 p.m.

Item 9.2 was discussed before 9.1 in order that G. Sylvestre could record the item prior to withdrawing from the meeting.

9.2 Approval of the *In Camera* Minutes from the 20 September 2016 meeting

Tomkins - Klein

Moved approval of the minutes as circulated.

CARRIED

The item was recorded *In Camera* Minutes and is *appended to the Official File*.

(G. Sylvestre withdrew from the meeting at 12:31 p.m.)

9.1 Renewal of President's Contract, *distributed confidentially*

Item 9.1 was considered by the Board and recorded in the *In Camera* Minutes. The documents are *appended to the Official File and the President's personnel file*.

10. Adjournment – 12:50 p.m. Moved by Brandvold.



Glenys Sylvestre
University Secretary



Daniel Kwochka
Chair