
Meeting of the Board of Governors and Human Resources and Compensation Committee
Open Session Minutes

Tuesday, January 30, 2024
Zoom Virtual Meeting
9:00 AM - 9:30 AM

ATTENDEES:

Voting Members:

Kate Chisholm	Appointed Chair, General Public
Guy Bridgeman	Appointed Vice-Chair, General Public Member, Board Human Resources and Compensation Committee
Chris Ashdown	Appointed Member, Alumni
Bishoi Aziz	Appointed Member, President, Graduate Students' Association
Zarina Bhambhani	Appointed Member, Additional Member
Heather Bruce	Appointed Member, Academic Staff Representative (AASUA Appointee)
Stephanie Dickie	Appointed Member, Non-Academic Staff Representative (NASA Appointee)
Peggy Garritty	Appointed Member, Chancellor Member, Board Human Resources and Compensation Committee
Sett Policicchio	Appointed Member, General Public
Stephen Raitz	Appointed Member, Undergraduate Board of Governors Representative
Thomas (Tom) Ross	Appointed Member, General Public Member, Board Human Resources and Compensation Committee
Margot Ross-Graham	Appointed Member, University of Alberta Senate Representative Chair, Board Human Resources and Compensation Committee
Paul Whittaker	Appointed Member, General Public
Kate Young	Appointed Member, Alumni
Lillian Zenari	Appointed Member, Additional Member

Members, Board Human Resources and Compensation Committee

Jack Middleton	Appointed Non-Governor Committee Member, General Public
----------------	---

Internal Resources

John Lemieux	University Secretary
Juli Zinken	Board Secretary and Manager of Board Services

Regrets:

Bill Flanagan	Appointed Member, President and Vice-Chancellor Member, Board Human Resources and Compensation Committee
Christian Fotang	Appointed Member, President (Students' Union)
Janice MacKinnon	Appointed Member, General Public
Rakesh Saraf	Appointed Member, General Public Member, Board Human Resources and Compensation Committee
Dilini Vethanayagam	Appointed Member, Academic Staff Representative (GFC Appointee)

Staff:

Erin Plume, Associate Board Secretary (University Governance)

The Chair called the meeting to order at 9:00 a.m. and welcomed members of the Board of Governors and Human Resources and Compensation Committee.

IN CAMERA SESSION OF VOTING MEMBERS ONLY

Members met *in camera* at the start of the meeting.

WELCOME

1a. Opening Remarks

Presenter(s): Kate Chisholm

The Chair delivered a land acknowledgement, noting the university's strong commitment to working in Good Relations with First Nations, Metis, and Inuit peoples.

1b. Approval of Open Session Agenda

Materials before members are contained in the official meeting file.

Presenter(s): Kate Chisholm

The motion was moved and seconded.

THAT the Board of Governors and Board Human Resources and Compensation Committee approve the Open Session agenda, as presented.

CARRIED

1c. Conflict of Interest - Opportunity for Declaration

Presenter(s): Kate Chisholm

The Chair invited members to declare any conflicts of interest related to the open session agenda. She informed members that given the topic of the items on the agenda, the President had chosen to recuse himself from the meeting. She also acknowledged M Ross-Graham and G Bridgeman's conflict with Item 2a, *Appointment of Governors to the Presidential Review Committee*. No other conflicts were declared.

DECISION ITEMS

2. Review Committee for the University President:

- a) Appointment of Governors to the Presidential Review Committee
- b) 2024 Presidential Review Committee Guidelines and Procedures

Materials before members are contained in the official meeting file.

Presenter(s): Kate Chisholm

Discussion:

The Chair introduced the item, advising members of President Flanagan's recent decision to put his name forward to serve a second term as President. The Chair indicated that, as required by the university's Presidential Review Procedure, she had initiated a review process by calling for the establishment of a presidential review committee.

The Chair then briefed members on the timeline and process for finalizing the review committee's composition. She noted that as part of the process, the board was responsible for appointing two of its members to the review committee, and reviewed the proposal before members.

The Chair suggested that members of the committee and the Board of Governors both participate in voting for the following motions.

The motion was moved and seconded, as amended.

THAT the Board of Governors and the Board Human Resources and Compensation Committee, on the recommendation of the Board Chair, approve the appointment of Guy Bridgeman and Margot Ross-Graham to the Presidential Review Committee, in accordance with sub-paragraph 1.c. of the Presidential Search and Review Procedures (Appendix A): Committees for President Position Definitions and Eligibility, effective upon approval.

CARRIED

The Chair then briefed members on the proposed set of guidelines and procedures intended to guide the review committee throughout the 2024 presidential review process.

The motion was moved and seconded, as amended.

THAT the Board of Governors and the Board Human Resources and Compensation Committee, on the recommendation of the Board Chair:

- i. approve the Presidential Review Committee Guidelines and Procedures (the "Guidelines and Procedures"), as set forth in Attachment 1, and
- ii. authorize the Board Chair, in her capacity as chair of the Presidential Review Committee, to provide the Guidelines and Procedures to the Presidential Review Committee as required by sub-paragraph 4.a. of the Presidential Review Procedure.

CARRIED

3. Other Business

Presenter(s): Kate Chisholm

There was no other business.

CLOSING SESSION

4. Adjournment

Presenter(s): Kate Chisholm

The Chair adjourned the meeting at 9:10 a.m.