
Board Members:	Mr. Vincent Vavrek, Chair Mr. Pete Merlo, Vice-Chair Ms. Jenna Backer Ms. Jackie Clayton Mr. Don Gnatiuk, President and CEO Ms. Debra Gustavson, notice of absence	Mr. Bryan Gouthro, notice of absence Mr. Drew Lamont Mr. Tab Pollock Ms. Anita Luck Mr. Doug Morris Mr. Stewart Wilson
Guests:	Susan Bangrove, Vice-President Academics and Research Carmen Haakstad, Vice-President External Relations	Laurie Sutherland, Vice-President Administration

1. CONSENT AGENDA

1.1. Adoption of February 28, 2013 Agenda

The Chair called to order the public session of February 28, 2013, at 4:00 p.m. and called for additions or deletions to the agenda. The agenda was approved by consensus with the following additions:

- 2.1.1.1 Supplemental Motion RE: BP2 Accountability of the President
- 2.1.2 Reaffirmation of Board-President Relationship Policies: BP, BP-1, BP-2, BP-3
- 2.2.1.1 GP16 Handling Operational Complaints – Proposed Amendment
- 2.2.2.1 GP17 Handling Apparent Policy Violations – Motion for Reaffirmation
- 2.5 West Yellowhead Stewardship Region Business Plan 2012-2017
- 2.6 City of Grande Prairie South West Area Structure Plan Change in Designation

1.2. Adoption of January 24, 2013 Minutes

The Chair called for errors or omissions to the January 24, 2013 Minutes of the Board of Governors meeting. The Minutes of January 24, 2013 were approved as corrected.

2. Governance

2.1. Board-President Relationship Policy Performance Evaluation

2.1.1 BP Global Board-President Relationship; BP1 Unity of Control; BP2 Accountability of the President; BP3 Delegation to the President

On behalf of the Compliance and Continuity Committee (CCC), P. Merlo reported on the review of the Board-President Relationship Policies. The CCC reviewed the following policies evaluating the Board's performance and compliance with each:

- Global Board-President Relationship Policy
- BP-1 Unity of Control
- BP-2 Accountability of the President
- BP-3 Delegation to the President

MOVED by P. Merlo, seconded by J. Clayton, that the Board of Governors has assessed its performance with the following Board-President Relationship Policies and agrees that the Board of Governors acts consistently, and is in compliance with each of the policies.

- Global Board-President Relationship Policy
- BP-1 Unity of Control
- BP-2 Accountability of the President
- BP-3 Delegation to the President

CARRIED
5525/2013

2.1.1.1 Supplemental Motion to BP-2 Accountability of the President

In reviewing Board-President Relationship Policy, Accountability of the President, the Board would like to take measures to bring themselves into compliance to the fullest extent possible and remove from employee contracts and collective agreements, any reference to the Board of Governors and approval by the Board of Governors, except where legislated. This will better align the Board with its governing role.

MOVED by P. Merlo, seconded by J. Clayton, that the Board of Governors requests that the CEO, with the exception of where legislated, take the necessary actions to negotiate the removal of references to the Board of Governors, and Board of Governors approval, in the GPRC employee groups collective agreements, through the collective bargaining process.

CARRIED
5526/2013

2.1.2 Reaffirmation of Board-President Relationship Policies: BP Global Board-President Relationship; BP1 Unity of Control; BP2 Accountability of the President; BP3 Delegation to the President

The Compliance and Continuity Committee reviewed the aforementioned policies for possible amendments and recommends that the Board of Governors reaffirm the policies as currently stated.

MOVED by P. Merlo, seconded by A. Luck, that the Board of Governors reaffirm the following Board-President Relationship Policies:

- BP Global Board-President Relationship
- BP1 Unity of Control
- BP2 Accountability of the President
- BP3 Delegation to the President

CARRIED
5527/2013

2.2 Governance Process Policies**2.2.1 GP 16 Handling Operational Complaints**

S. Wilson reported on his review of the Governance Process Policies GP 16 Handling Operational Complaints. S. Wilson discussed his assessment with the Board of Governors and recommends their approval of compliance.

MOVED by S. Wilson, seconded by J. Backer that the Board of Governors has assessed its performance with Governance Process Policy GP16, Handling Operational Complaints, and agrees that the Board of Governors acts consistently, and is in compliance with the policy.

CARRIED
5528/2013

2.2.1.1 GP 16 Handling Operational Complaints Proposed Amendment

During review of the policy the Board identified the need for clarification regarding the definition of "appropriate person".

MOVED by S. Wilson, seconded by J. Clayton, that the Board of Governors amend GP16 Handling Operational Complaints by replacing the term "appropriate person" with "CEO".

CARRIED
5529/2013

2.2.2 GP 17 Handling Apparent Policy Violations

S. Wilson reported on his review of the Governance Process Policies GP 17 Handling Apparent Policy Violations. S. Wilson discussed his assessment with the Board of Governors and recommends their approval of compliance.

MOVED by S. Wilson, seconded by J. Clayton that the Board of Governors has assessed its performance with Governance Process Policy GP17 Handling Apparent Policy Violations, and agrees that the Board of Governors acts consistently, and is in compliance with the policy.

CARRIED
5530/2013

2.2.2 .1 GP 17 Handling Apparent Policy Violations Motion For Reaffirmation

The Board of Governors reviewed GP17 Handling Apparent Policy Violations for possible amendments and recommends that the Board of Governors reaffirm the policy as currently stated.

MOVED by T. Pollock, seconded by J. Backer, that the Board of Governors reaffirm Governance Process Policy GP17, Handling Apparent Policy Violations.

CARRIED
5531/2013

2.3 EL4, Asset Protection and EL5, Compensation and Benefits

The Board of Governors received the CEO Monitoring Report on Executive Limitation, Asset Protection. The Board expressed its satisfaction with the efforts being made to improve GPRC's risk assessment processes. The Board also highlighted and commended Executive for the achievements of GPRC in the Report of the Auditor General of Alberta.

MOVED by J. Clayton, seconded by S. Wilson, that the GPRC Board of Governors has read the CEO monitoring reports, EL4 Asset Protection and EL5 Compensation and Benefits, and has assessed that the interpretation is reasonable, and that the evidence sufficiently demonstrates compliance with the interpretation.

CARRIED
5532/2013
Abstention: D. Gnatiuk

2.4 Academic Council Appointments: Senior Officials and Alberta Union of Provincial Employees (AUPE)

As required by the Post-Secondary Learning Act, revisions to the GPRC Academic Council Authority and Bylaws require approval by the Board of Governors. Academic Council approved the following revisions to its Authority and Bylaws on April 12, 2012:

- amending the number of Employees' Association appointments from three to two.
- adding one appointment of AUPE.
- adding the Research Planning Committee and the Co-Curricular Committee as standing committees of Academic Council.

MOVED by J. Backer, seconded by D. Lamont, that the GPRC Board of Governors approves the following appointments to Academic Council:

- Ms. Yvonne Peterson, AUPE, for a two year term ending August 14, 2013
- Ms. Monica Macdonald, AUPE, as alternate for two years ending August 14, 2014

And Senior Officials:

- Vice-President Academics and Research
- Dean, Student Experience
- Dean, School of Trades, Agriculture and Environment and alternating years for the
- Dean, School of Arts, Science and Upgrading
- Dean, School of Health, Wellness and Career Studies

CARRIED
5533/2013

2.5 West Yellowhead Stewardship Region Business Plan 2012-2017

The West Yellowhead Stewardship Region Business Plan 2012-2017 has been reviewed and discussed by the Board of Governors, and regional stakeholders, who have indicated their full support of the Business Plan.

MOVED by D. Gnatiuk, seconded by S. Wilson, that the GPRC Board of Governors approve the West Yellowhead Stewardship Region Business Plan 2012-2017 for submission to the Ministry of Alberta Enterprise and Advanced Education.

CARRIED
5534/2013

2.6 South West Area Structure Plan Change in Designation

The City of Grande Prairie has received an application to amend the City of Grande Prairie South West Area Structure Plan and the Land Use Bylaw to change the designation of property adjacent to GPRC property from RM-Medium Density Residential to CS – Commercial Service.

MOVED by D. Gnatiuk, seconded by S. Wilson, that the GPRC Board of Governors support the proposed change in designation of Property: Portion of Lot 1, Block 1, Plan 032-1859 (NW ¼ of 11-71-6 W6M), from RM-Medium Density Residential to CS-Commercial Service.

CARRIED
5535/2013

3.0 CEO REPORTS

3.1 Issues of Enterprise Risk

Based on the earlier report in the Committee of the Whole, the Board of Governors received the report on issues of enterprise risk from the President in the Committee of the Whole for consideration and information.

3.2 Recognition

The President provided the recognitions of staff and community to the Board electronically.

4.0 Self-Evaluation of Governance Process

Board members received the Board meeting self-evaluation form. Members were asked to complete and submit the form. Results will be discussed at the March meeting.

5.0 Round Table

- Board members concurred that there was great value in the morning mini-retreat.
- Ron Thomson coached his last volleyball game the weekend of February 23. He will be missed tremendously by the players, coaches and colleagues.



Board of Governors Public Meeting
Minutes of Thursday, February 28, 2013
4:00 P.M., GPRC Board Rooms E211 and FAC114

6.0 Adjournment

The Chair declared the meeting adjourned at 4:30 p.m.

A black ink signature of Vincent C. Vavrek, written in a cursive style, positioned above a horizontal line.

Vincent C. Vavrek, Chair

A blue ink signature of Maureen Clarke, written in a cursive style, positioned above a horizontal line.

Maureen Clarke, Secretary