
The Governors of Athabasca University Mandate and Roles Document

Preamble

This Mandate and Roles Document ("MRD") for The Governors of Athabasca University ("The University") has been developed collaboratively between the Minister of Advanced Education ("Minister") and the University. This document is in furtherance of the parties' legal obligations under the *Alberta Public Agencies Governance Act* (APAGA) to reflect a common understanding of respective roles and responsibilities in governance of the University.

1. Mandate

The University's mandate is set out in the Investment Management Agreement entered into by the University and the Minister.

This mandate has been developed by The Board of Governors of Athabasca University in consultation with the Minister of Advanced Education pursuant to Section 78 of the Postsecondary Learning Act (PSLA).

Committed to open access and digitally enabled lifelong learning, Athabasca University (est.1970) is Canada's only public and research-intensive university offering fully accredited distributed learning from its headquarters in the town of Athabasca. Athabasca University provides high-quality learning, scholarship and research environments to all Albertans and Canadians and strives to ensure that all Albertans and Canadians have access to a university education.

Originally founded in St. Albert, Athabasca University moved to the Town of Athabasca in 1984 to bring jobs and economic opportunity to the region. Senior executive and administrative functions, based in Athabasca, underscore the important connection of the university to the local community. As a matter of priority the university will seek to expand the number of employees based in the Athabasca region, to bring opportunity and economic growth to the community.

The university's open and digital learning environment coupled with flexible, self-paced and cohort-based enrolments enable learners from all walks and stages of life to transform their own lives and their communities through higher learning. Athabasca University offers credit and non-credit learning experiences that lead to professional, undergraduate, masters, and doctoral credentials across an ever-evolving and comprehensive spectrum of disciplines. As a global leader in digitally enabled and distributed learning, the university's interactive and lifelong connection to learners is continuously innovating in learning models, course design, pedagogy, learner support services, traditional and non-traditional pathways, and educational technology applications.

The university's steadfast commitment to equality and inclusive lifelong learning is demonstrated through its proactive and systemic dismantling of barriers that stand between diverse individuals and their personal learning goals. With a global presence, Athabasca University welcomes people who prefer the university's innovative and digital-learning environment from urban, rural, and remote locations in Alberta and beyond. As a leader in inclusion, Athabasca University enables learners from underserved populations, those from Indigenous ancestry, those who by choice or through life circumstance cannot

attend a place-based university, and those attending place-based post-secondaries who crave increased flexibility and control. An inspired and willing partner within Alberta's adult learning system, Athabasca University collaborates with a wide array of stakeholders to amplify the opportunities and success for learners and their communities.

By bringing learning to individuals, Athabasca University's model of access creates a meaningful and personalized sense of place, affinity, and belonging for learners in their community. Learners are encouraged to embrace and leverage their unique background, history, and community while they learn. Comprehensive learner support services further enable them to focus on their learning and facilitate success in the university's distributed learning environment from a position of physical and mental wellness.

Athabasca University's demonstrated excellence in research and scholarship stems from its steadfast commitment to the centrality of research in the creation and mobilization of knowledge, the enhancement of academic programs, the education of learners, and the betterment of communities. Athabasca University's research environment brings together academics, learners, and key stakeholders in a disciplinary and interdisciplinary tapestry of scholarship and research that optimizes the economic, social, and environmental impact on communities. A combination of researcher-, learner-, and community-led research and innovation initiatives in open and traditional scholarship are supported by the university as well as by local, provincial, federal, and international research grants.

Athabasca University's academic and operational team members help to transform the communities through service leadership in numerous public, not-for-profit, social, and professional environments. Members of the university are encouraged to enable mutually supportive communities through active participation in a wide range of organizations at the local, provincial, national, and international levels.

2. Roles and Responsibilities

The Board

The Board manages and operates the institution in accordance with its mandate and carries out the other duties and responsibilities legislated by the PSLA.

The Board sets strategic direction and monitors implementation.

The Board participates with the Minister in setting its long-term objectives and short-term targets, if any.

Board Members

All board members, regardless of the manner of their appointment, have the fiduciary duty to act in the best interest of the institution.

Board Chair

The Chair is the interface between the University and the Minister and provides leadership to the Board.

President

The President has general supervision over the direction of the operation of the institution and has other powers, duties, and functions that are assigned to the President by the Board.

Minister of Advanced Education

The Minister is responsible for the performance of all public agencies under Advanced Education, including the University.

The Minister's responsibilities as legislated by the PSLA and APAGA include:

- appointing, or recommending the appointment of, the Board members and the Chair;
- monitoring whether the institution is acting within its mandate and achieving its long-term objectives and short-term targets;
- advising the institution respecting any government policies applicable to the institution or its activities or operations; and
- reviewing the mandate and operations of the institution at least every seven years.

Department of Advanced Education

The Department supports the Minister and University in meeting their legislated responsibilities.

Subsidiaries

The University has no subsidiaries.

3. Accountability Relationships of the Public Agency

The flow of accountability relationships at the agency is as follows:

- The President is accountable to the Board.
- The Board is accountable to the Minister through the Chair.
- The Chair is accountable to the Minister for the mandate and conduct of the public agency.

4. Process for Administering the Code of Conduct

The University's Code of Conduct is reviewed and approved by the Ethics Commissioner, and the Board ratifies and makes public the Code of Conduct. Updates to the Code of Conduct are submitted to the Ethics Commissioner for review. The Chair administers the Code of Conduct for board members. The Chair of the Board Governance Committee administers the Code of Conduct for the Chair.

5. Mutual Expectations – Communication, Collaboration, and Consultation

The relationship between the University and the provincial government is an important one. Boards are accountable to the Minister, who has primary responsibility for the PSLA.

The Minister oversees strategic planning and direction setting for Alberta's advanced learning system, policy development, funding for general operations and specific purposes, and the promotion of transparency and accountability. The Minister is responsible for providing clear mandate direction to boards, establishing clear expectations for oversight and accountability, and for participating in an ongoing dialogue with boards on important issues.

The board has a governance oversight role in relation to the institution it governs. Because the chair serves as the voice of the board, and is directly accountable to the Minister, the relationship between the Minister and the chair is critical.

Other officials, such as the Deputy Minister who oversees the operations of Advanced Education, will typically be in closer contact with institution presidents and vice-presidents. Similarly, department staff may be in regular contact with staff of the institutions on areas of mutual interests.

6. Committee Structure

Committees of the Board include:

- **Audit Committee** - The Audit Committee assists the Board in fulfilling its due diligence, fiduciary, financial reporting and audit responsibilities. It approves, monitors, evaluates, and provides advice on matters affecting the external and internal audit, risk management, legal and regulatory compliance, financial reporting and accounting control policies and practices of the University.
- **Executive Committee** - The Executive Committee acts on behalf of and with the full authority of the Board on matters that require immediate action. It also sets the agenda for Board meetings.
- **Finance & Property Committee** - The Finance & Property Committee assists the Board in its oversight of the financial plans, policies, investments, practices, and performance of the University and approved capital projects, including information technology projects.
- **Governance Committee** - The Governance Committee oversees and advises on the governance and membership of the Board. It is responsible for recommending procedures to expedite the Board's function, including changes to the Board's structure, bylaws and policies. The Governance Committee seeks to have members appointed who have the skills, expertise, and experience necessary to carry out Board responsibilities.
- **Honorary Awards Committee** - The Honorary Awards Committee selects the recipients of honorary degrees, the Order of Athabasca University, and other honorary awards. The Committee also makes recommendations to the Board regarding the establishment of additional honorary degrees and awards and the disestablishment of existing honorary degrees and awards.
- **Human Resources & Compensation Committee** - The Human Resources & Compensation Committee assists the Board with the review, recommendation, and approval of policies affecting staff working conditions at the University, matters for collective bargaining and related service contracts, and negotiated mandates governing the terms and conditions of employment, including salaries and benefits, of all executive and non-executive staff of the University.
- **Investment Advisory Committee** - The Investment Advisory Committee is a sub-committee of the Finance & Property Committee and assists the Finance & Property Committee in its oversight of investment matters.

7. Financial, Staffing, and Administrative Arrangements

The University receives funding from the Government of Alberta via its Operating and Program Support Grant.

The Auditor General is the auditor of the University.

The University is subject to sections 1, 2(5), 5, 6, 7, 13(3), 57.1, 80, and 81 of the *Financial Administration Act*.

While the PSLA gives the Board of Governors broad authority to appoint employees, the President is the only employee that reports to and is directly accountable to the Board.

Compensation of senior executives is determined by the Board in accordance with any legislation, policies or guidelines governing compensation applicable to the institution as a public agency.

The University has also made the following administrative arrangements with other post-secondary institutions:

- There is an agreement between the University and Northern Lakes College for the use of office/student space by Northern Lakes College on the University's campus located in Athabasca, AB.
- There is an agreement between the University and Bow Valley College for the use of office space by the University on Bow Valley College's campus located in Calgary, AB.

8. Planning and Reporting Requirements

The Board is required to enter into an Investment Management Agreement with the Minister that includes

- the mandate of the institution,
- performance metrics for the institution, and
- anything else determined by the Minister.

Annually, the University provides the Department with a Capital Plan and a Budget Plan.

Each year the Board must prepare and submit to the Minister a report that includes the audited financial statements for the preceding year.

The Board is also required under the PSLA to submit to the Minister any reports or other information required by the Minister.

9. Administration

Three Year Renewal or Revision


The Mandate and Roles Document must be reviewed and renewed, amended or replaced within three years after the day on which the document or the most recent amendment to the document was signed.

Transparency

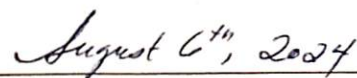
Copies of the Mandate and Roles Document will be filed with the Minister and the Public Agency Secretariat. This document will also be made publicly available on the Board's website and the Government of Alberta's website.

His Majesty in right of Alberta, as
represented by the Minister of Advanced
Education

The Governors of Athabasca University


Minister


Board Chair


Date

May 27, 2024
Date