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# THE NORTHERN ALBERTA INSTITUTE OF TECHNOLOGY (NAIT) Board of Governors Mandate and Roles Document

## Preamble

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This Mandate and Roles Document for the Board of Governors of the Northern Alberta Institute of Technology has been developed collaboratively between the Ministry of Innovation and Advanced Education and the Board of Governors to reflect a common understanding of respective roles and responsibilities.

## 1. Mandate

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### Mandate

Established under the *Post Secondary Learning Act* (PSLA), the Board manages and operates the post-secondary institution within its approved mandate [PSLA Section 60(1)(a)].

The Northern Alberta Institute of Technology (NAIT) is a public, board governed technical institute operated as a Polytechnic Institution under the authority of the *Post Secondary Learning Act* of Alberta.

As a Polytechnic Institution, NAIT fulfills its role and mandate by offering educational programs and engaging in industry-driven applied research designed to meet the needs of Alberta, students, and industry. NAIT is committed to accessibility, innovation, and responsiveness through collaboration within the Campus Alberta system, and uses new approaches and new technology to deliver educational programs and facilitate collaboration.

Through a practical, hands-on, outcomes-based approach to education, NAIT attracts a diverse group of life-long learners who achieve success in their chosen field and who contribute to the economy and society of Alberta and other regions.

NAIT provides learners with options for career and credential progression by offering academic upgrading, apprenticeship programs, certificate and diploma programs, as well as applied and baccalaureate degrees in specified areas. NAIT delivers programs in a broad range of fields including biological sciences, business, construction, electrical, electronics, engineering technologies, health technologies, hospitality and tourism, manufacturing, mechanical, media and information technologies, natural resources, transportation and trades.

NAIT is valued globally for excellence in four program pillars: science, technology and the environment; health; business; and the trades. Additional priority areas and learner pathways focus on entrepreneurship, safety, sustainability, and energy. NAIT provides business incubator support for those seeking to create and develop new products and services and accelerate or launch new ventures. NAIT cultivates public and private partnerships that enhance student-learning outcomes, create career pathways, and serve communities in which NAIT operates.

NAIT engages in innovative applied research in areas such as boreal forest reclamation, oil sands sustainability, sustainable business practices, productivity enhancement, and others as identified by industry. Applied research is designed to generate immediate and identifiable impacts and solutions to business and industry through the development of new technologies and processes, while scholarly activity is conducted to enhance NAIT's curriculum and the educational experience of faculty and students.

NAIT offers an environment where students can excel and a robust recreation program that promotes health and wellness. Through its credit and non-credit learning opportunities, NAIT offers a large selection of courses and programs through a variety of delivery methods, creating flexible learning pathways. In addition, NAIT offers customized training and workforce development for domestic and international corporate clients in key business and industry sectors.

NAIT believes in and fosters holistic student success through an integrated approach to academic quality and excellence, including the use of leading-edge technology and customer focused student services. Services for students are available through face-to-face and virtual interactions. The Aboriginal and International Student Centres provide additional support to help meet the cultural needs of learners.

In order to be competitive in a global economy, business and industry require a workforce with the knowledge, skills and attitudes to recognize and pursue opportunities, improve productivity, embrace change, and promote innovation. As an internationally recognized Polytechnic Institution, NAIT is a leader in equipping its graduates for success in the global economy.

## **Vision**

The vision of NAIT is:

To be the most relevant and responsive post-secondary institution in Canada and one of the world's leading polytechnics.

## **Applicable Legislation and Regulations**

The Board has responsibilities under, and is subject to, a number of statutes and regulations including the:

- *Post-secondary Learning Act;*
- *Alberta Public Agencies Governance Act;*
- *Results based Budgeting Act*
- *Public Interest Disclosure (Whistleblower Protection) Act*
- *Financial Administration Act;*
- *Fiscal Management Act;*
- *Government Organization Act;*
- *Freedom of Information and Protection of Privacy Act;*
- *Lobbyist Act; and*
- *Apprenticeship and Industry Training Act.*

The PSLA provides the primary legislation for public post- secondary institutions in the province of Alberta. Regulations enacted under the PSLA include:

- Advanced Education and Technology Grants Regulation (s.13.2)
- Alternative Academic Council Regulation;
- Campus Alberta Sector Regulation;
- Model Provisions Regulation;
- Programs of Study Regulation; and
- Public Post-secondary Institutions' Tuition Fee Regulation.

## **2. Duties and Responsibilities**

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### **Lieutenant Governor in Council**

The PSLA outlines the duties and responsibilities of the Lieutenant Governor in Council specific to the Board. These include the establishment of the public post-secondary institution [PSLA Section 40] and its Board [PSLA Section 43(1)].

In addition, the Lieutenant Governor in Council:

- Appoints Board members [PSLA Section 44(1)(c)];
- May by order disestablish the public post-secondary institution and its Board [PSLA Section 102(1)];
- May order that the assets and liabilities of a dissolved Board be transferred to government or to another post-secondary institution [PSLA Section 102(2)];
- Approves debenture borrowing [PSLA Section 73(1)];
- Approves an incorporation, and the establishment, acquisition and dissolution of a subsidiary by the Board [PSLA Section 77];

- Approves the Board's establishment of a registered pension plan as an alternative to a designated pension plan [PSLA Section 69(2)(b)]; and
- Approves the Board's disposition of land [PSLA Section 67(1.1)].

### **Auditor General**

The Auditor General is the auditor of the Board as outlined in Section 71 of the PSLA.

### **Minister of Innovation and Advanced Education**

The PSLA outlines a variety of duties and responsibilities for the Minister of Innovation and Advanced Education (Minister) including the appointment of Board members from nominees of constituent groups [PSLA Section 44(1)(b)], and approval of the institution's mandate statement [PSLA Section 103(1)].

In addition, the Minister of Innovation and Advanced Education:

- Monitors the institution's operation and performance through the Board's business plan, access plan, annual report and other reports as requested [PSLA Sections 78(1), 78.1 and 79(1)];
- Approves the Board's establishment of supplementary pension plans [PSLA Section 69(2)(c)];
- Chairs the Campus Alberta Strategic Directions Committee [PSLA Section 107.1(2)]; and
- Informs the Board of government policies and direction impacting the work of the Board.

Under the *Alberta Public Agencies Governance Act* (APAGA), the Minister also conducts regular reviews (at least every seven years) of the Board's mandate and purpose [APAGA Section 19(1)].

### **Deputy Minister of Innovation and Advanced Education**

The Deputy Minister supports and acts under the general direction of the Minister and is responsible for activities which have been delegated by the Minister.

### **Department of Innovation and Advanced Education**

The Department of Innovation and Advanced Education (Department) supports the Minister and Board in meeting their legislated responsibilities. Examples of Department support for Board related functions include:

- The provision of orientation materials and training support for new Board members;
- Establishment of workflow procedures for the recruitment and appointment of Board members;
- Ensuring that the Board's Mandate and Roles Document is affirmed annually and renewed or revised every three years; and
- Coordinating the Board's mandate and purpose review, at a minimum, every seven years.

### **Board of Governors of the Northern Alberta Institute of Technology (NAIT)**

The Board shall manage and operate the Institution in accordance with its mandate [PSLA Section 60(1)(a)]. The Board has the authority through the *Post-secondary Learning Act* to establish admission requirements and publish rules with respect to enrolment and programs [PSLA Section 60(1)(c) and (d)], determine tuition fees to be paid by students in accordance with the regulations [PSLA Section 61], and delegate in writing powers, duties or functions set out in the PSLA, with the exception of bylaws [PSLA Section 62]. Other Board specific functions include:

- The settlement of questions [PSLA Section 63];
- Student discipline [PSLA Section 64];
- The acquisition of land [PSLA Section 66(1)];
- The disposition of land with approval of the Lieutenant Governor in Council [PSLA Section 67(1.1)(a) and (b)];
- Debenture borrowing, subject to the approval of the Lieutenant Governor in Council [PLSA Section 72];
- Banking and investment [PLSA Section 75];
- Establish bylaws for the appropriate management, governance and control of buildings and land [PLSA Section 18(1)]; and
- The appointment of the President [PSLA Section 81(1)]

In terms of accountability and reporting:

- The Board must prepare a statement setting out the mandate for the Institution and this must be submitted to the Minister for approval [PSLA Section 103(1)].
- The Board must also submit a business plan, access plan and annual report to the Minister on an annual basis [PSLA Sections 78(1), 78.1 and 79(1)].
- The Board may be required to collect information (such as enrolment data and Key Performance Indicators) and submit to the Minister any information and reports the Minister considers necessary [PSLA Section 118(1)].
- The Board is accountable for ensuring that the public funds appropriated for the support of the Institution are used effectively and appropriately. The Board approves annual operating and capital budgets and regularly review expenditures, investments and borrowings.
- The Board is responsible for the appointment of a President as the Chief Executive Officer of the Institution [PSLA Section 81(1)] and the remuneration to be paid to the President [PSLA Section 81(2)]. The Board is ultimately responsible for the quality and performance of its administrations, and therefore is required to evaluate the overall efficiency and effectiveness of the President and the administration.

The Board shall from time to time establish such committees or working teams as it deems necessary to assist the Board in carrying out and performing duties and shall determine the mandate, terms of reference and tenure of each Committee or working team; provided no Committee, unless explicitly authorized by the Board, shall have the authority to commit the Board or the Institute to any course of conduct nor to enter into any contract, unless otherwise determined by the Board.

A written mandate of each committee will be reviewed and approved annually.  
Committees for the Board include:

- External Relations
- Campus Development
- Executive
- Finance & Audit
- Governance
- Human Resources

The Board acts as an intermediary between the Institution and the public that it is intended to serve. The Board is responsible for ensuring that the Institution is responsive to changing education and societal needs. The Board ensures that the institution maintains appropriate liaisons with prospective employers, industry and other stakeholders throughout Campus Alberta.

The Board agrees to work with the Minister to support and promote Campus Alberta, and its goals of an accessible, affordable, quality and sustainable post-secondary system in Alberta that fosters innovation, entrepreneurship, and collaboration.

#### **Board Chair**

With direction from the Board, the Chair represents the Board and its interests in dealing with the Minister, the Department, the President, stakeholders and the community. The Chair is responsible for providing leadership for the Board and for effectively facilitating the work of the Board.

Additional responsibilities of the Chair are reflected in the By-Laws available at:  
<http://www.nait.ca/44504.htm>

#### **Board Members**

Board members will act in the best interest of the Institute [PSLA Section 44(4)].

The individual responsibilities of Board members include:

- Attending all general and special board meetings;
- Sitting on committees and attending committee meetings as required.
- Additional responsibilities of the Board members are reflected in the By-Laws available at: <http://www.nait.ca/44504.htm>

#### **President**

The President has general supervision over and direction of the operation of the Institution and has those powers, duties and function that are assigned by the Board [PSLA Section 81(3)]. Additional responsibilities of the President are reflected in the By-Laws at: <http://www.nait.ca/44504.htm>

### **3. Recruitment and Appointment of Board Members**

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#### **Membership**

As outlined in the *Post-secondary Learning Act* [Section 44(1)], the Board of the Northern Alberta Institute of Technology consists of 10 persons appointed by the Lieutenant Governor in Council, one of whom shall be designated as Chair, and one of whom is designated as the President of the technical institution. In addition, the Board consists of the following members appointed by the Minister:

- Two academic staff members nominated by the academic staff association;
- Two students nominated by the council of the students association; and
- One member of the non-academic staff who is not engaged in the administration of the technical institute nominated by the non-academic staff association.

Additional persons appointed by the Lieutenant Governor in Council on the recommendation of the Minister.

#### **Recruitment**

The recruitment of public members is competency based and led by the Department in consultation with the Board. The Board and the Department will develop a competency matrix for the Board as a whole as well as competencies required for individual members.

The steps that are taken or intended to be taken in the recruitment process and any identified skills, knowledge, experience or attributes required of a member to be appointed will be made public either before or after the member is appointed [APAGA Section 13(2)].

A public posting of all vacancies is the responsibility of the Department's Human Resources (HR) area.

Recruitment is based on the competencies approved by the Minister.

#### **Process**

When a vacancy occurs:

- The Board identifies competencies that need to be replaced and provides that profile to the Department's HR area.
- Applications are reviewed by HR and assessed on the basis of the applicable competencies and values identified through the development of a screening report.
- A Board sub-committee reviews the screening report and forwards their recommendation to the Minister.
- Once Cabinet approves the Minister's recommendation, the Department will coordinate the appointment process by *Order in Council*.

#### **Appointment**

Prior to the appointment of a Board member, appropriate screening will include determining potential conflicts of interest.

The Board will comply with all appointment requirements pursuant to the *Post-secondary*

*Learning Act* and any additional policies of the Government of Alberta or the Minister. The department has an established recruitment process that applies to all of its agencies.

Appointment is for a fixed term of up to 3 years, with the potential for reappointment [PSLA Sections 56(1) and 56(2)].

### **Remuneration**

- Honoraria will be available only to elected student representatives on the Board in the form of payment of their tuition fees, unless otherwise determined by the Board.
- All members of the Board shall be entitled to reimbursement for reasonable expenses incurred while engaged in Board business in accordance with current Institute practices and Board policy and procedures.

## **4. Interaction between Board and Department**

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The Board serves as the intermediary between the government and the Institution. The Board may become involved in the development of provincial policies by:

- Providing advice on issues and trends;
- Commenting on proposals and statements put forward by the Minister;
- Recommending policy changes to the Minister; and
- Keeping the Minister informed about the development of the Institution and plans for the future.

As described under Duties and Responsibilities, the Board provides the Department with regular reports on the Institution's performance and future plans.

In addition, Board Chairs of post-secondary institutions serve on the Campus Alberta Strategic Directions Committee. The Campus Alberta Strategic Directions Committee is chaired by the Minister and provides advice to the Minister respecting issues related to Campus Alberta [PSLA Section 107.1].

## **5. Administration**

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### **Annual Affirmation**

The Mandate and Roles Document must be affirmed annually by the Minister and the Board Chair, or on a change in either the Minister or Board Chair.

### **Three Year Renewal or Revision**

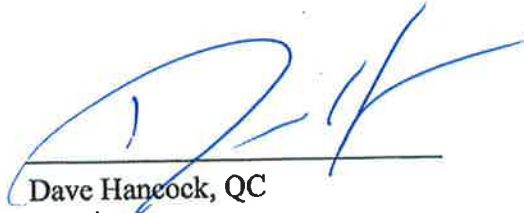
The Mandate and Roles document shall be in effect for not more than three years. It must be renewed or revised by the expiry date [APAGA Section 4].

### **Transparency**

Copies of the Mandate and Roles Document will be filed with the Minister of Innovation and Advanced Education and the Agency Governance Secretariat. In support of the principle of transparency [APAGA Section 5], this document will also be made available on the Board's website and the Government of Alberta's website.



  
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Board Chair  
The Northern Alberta Institute of  
Technology

  
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Dave Hancock, QC  
Premier  
Minister of Innovation and Advanced Education

MAY 14 2014  
Date

June 12/14  
Date