

BOARD OF GOVERNORS

June 24, 2021 (*Meeting #352*)

MINUTES

Adopted: September 23, 2021

In Attendance: Louise Anne Comeau (Chair), Marco Chiarot, Gary Edwards, Jennifer Green, Joanne Hames, Cheryl Hann, Jim Horwich, Duane Jones, John Keating, Dean Leland, Jamie Loughery, Nicole Maggio, Maggie Marwah, Sarah McKinnon, Charmaine Nelson, Laura Lima Nishida, Anthony Novac, Bruce Sparks, Dave van de Wetering

Regrets: Shelley Burke, Fabienne Colas

Guests: Guy Mallabone, Global Philanthropic Inc., Kara Holm, Advancement Director, Ann-Barbara Graff, Vice-President (Academic and Research) & Provost (*Sabbatical*)

Invited: Martine Durier-Copp, Acting Vice-President (Academic and Research), Linda Hutchison, Associate Vice-President University Relations, Isabelle Nault, Associate Vice-President Operations, Leanne Dowe, Chief Financial Officer, Ashley Lorette, Director of Human Resources

1. Call to Order Establishment of Quorum and Welcome

Meeting called to order at approximately 4:00pm by Chair, Louise Anne Comeau with the establishment of quorum.

2. Territorial Acknowledgement

Interim President Sarah McKinnon offered sympathy to the families and victims of the Marieval residential school in Saskatchewan where today it was announced there was discovered 751 unmarked graves, the largest discovery of such remains in Canadian history to date.

Following this acknowledgement

Consideration of Item Removed from the Consent Agenda:

The value of the project is currently estimated at \$270,000. Funding for the project is included in the operating budget for the fiscal year ending March 31, 2022. The award of the contract will be subject to Board approval.

The Board of Governors will be advised at the June 24th meeting regarding the RFP content and will be presented with the recommendations for the award of the contract at a later date.

NSCAD Comprehensive Capital Campaign Planning Approach

This matter was dealt with at the June 3rd meeting of the Financial & Physical Resources Committee and an update provided to the Board in camera at today's meeting.

The following motion is tabled:

Motion: To approve in principle the recommendation of the Financial & Physical Resources Committee the adoption of the "NSCAD Comprehensive Capital Planning Approach" of May 28, 2021 with a total additional campaign budget of up to \$1,000,000 for fiscal years ending March 31, 2022, 2023 and 2024. Approvals for fiscal years ending 2023 and 2024 pending budget submission and review by the Advancement and Financial & Physical Resources Committees. The monies will be realized from the Operating Reserve Fund.

Moved by Jim Horwich, seconded. Carried

The Board Chair and President acknowledged Linda Hutchison who has been instrumental in representing NSCAD with key stakeholders and beyond. Linda has been a leader and resource for many years, and we acknowledge her contribution.

10.3 Audit & Risk Oversight Committee

- Dave van de Wetering
Audit & Risk Oversight Committee Chair
Audited Financial Statements and Audit Report

The A&RO Committee approved the Audited Financial Statements and Audit Report at its

Motion: To approve the appointment and recommend to the Board of Governors the appointment of Deloitte as external auditors for 2021/2022.

Moved by Dave van de Wetering, seconded. Carried

10.4 Governance & Human Resources Committee

- Joanne Hames, Governance & Human Resources Committee Chair
Leave of Absence - Dr. Christopher Kaltenbach

Joanne Hames noted that an email vote of the G&HR Committee was conducted on June 20, 2021. The following motion was tabled.

Motion: Pursuant to the Collective Agreement (23.07), to approve the recommendation of the Governance & Human Resources Committee to grant an unpaid special leave of absence commencing August 26, 2021- June 30, 2022 to Dr. Christopher Kaltenbach.

Moved by Joanne Hames, seconded. Carried

11. Enterprise Risk Management Reporting Template

Dave van de Wetering, Chair A&RO

Dave van de Wetering noted it has only been a month since we have been working with the new risk template. Over the next couple of meetings, we will see the document be populated and be able to monitor the KRI/KPIs for each risk.

Dave provided an update on Senate advising there are key initiatives currently underway, including course updates and work on EDI.

12. Q4 Financial Statements

Jim Horwich, Chair F&PR

Jim Horwich invited Leanne Dowe to present the Q4 Financial Statements.

In reviewing the variances, the following variance analysis was provided:

12.1 Revenue

12.2.1 *Tuition* - Summer tuition exceeded budget by 8% and \$30k. Fall tuition exceeded by budget of 18% and \$541k. Winter tuition exceeded budget by 20% and \$589k. We released the \$450k contingency tuition budget.

12.2.2 *Government Grants* - Funding increased over prior based on the following changes: operating grant was increased by 1% over the prior year. \$1.215M received in COVID funding, moved to Strategic fund for 2021-22. \$450k in facilities funding, deferred until

2021-22 to match spending. CRC funding increased by \$190k with the addition of Charmaine Nelson. YCW funding received in both the library and gallery (\$21k).

12.2.3 *Rental Income* – Rental income not impacted by COVID as significantly as budgeted.

12.2.8 *Service Departments* - Compared to prior year, compensation in service departments is down \$40k from last year due to a reorganization in current year, as well as staff furloughs and staff on ST leave. Minimal change in compensation compared to budget. Opex compared to budget increased by \$66k as a result of additional emergency bursaries paid out to students.

12.2.9 *Administration* - Increase is due to the following: - \$325k in interim roles & restructuring costs that took place during the year - Presidential search costs of \$75k.

The Chair thanked Leanne for her presentation.

13. Equity, Diversity, and Inclusion Action Plan

Dr. Ann-Barbara Graff, VP (Academic and Research) & Provost

Dr. Graff advised that the EDI Action Plan has been presented to PADCARI (President's Advisory Council on Anti-Racist Initiatives) and to the Governance & Human Resources Committee.

Dr. Graff spoke about the development of the plan and the work that has been ongoing since January 2021.

In the Academic Plan, it is recognized that we must demonstrate a commitment to redressing systems and structures that present barriers before we can advance other priorities. With support from the CRC and EDI consultant Anne-Marie DeLorey, NSCAD hosted nine EDI workshops to gather feedback on gaps and barriers, and another nine workshops were hosted to truth test the priority set that emerged from the gaps and barriers analysis. This broad consultation forms the foundation upon which the EDI action plan will be built. Many Board members participated in these workshops, and Dr. Graff thanked those who gave their time and feedback.

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regular in-person classes, a new stream of online courses, NSCAD@online, will offer students a supplemental option, serving, in particular, international, and domestic students who are not able to travel to Nova Scotia, students looking for more flexibility and those who are combining work with study. The Certificate in Creativity and Innovation, offered jointly by Dalhousie and NSCAD University, completed its first delivery, and is expected to run again in Winter 2022. The Creative Entrepreneurship Lab offered a Spring Webinar Series on various themes in

OHS

OHS training during the summer will include updated Fire Warden training. The JOHS met June 17 and will meet again in August. The OHS Coordinator is continuing to assist in the planning for the Fall Semester.

Pension

Keeping in line with the MOU's in each of the unionized groups, the Joint Benefits Committee will meet again in early July on the feasibility of transitioning to the PSSP which will be an upcoming item for the Governance & Human Resources Committee in August.

Interim President, Sarah McKinnon also provided an update on PADCARI and its role within the institution going forward. Since September, the group has been meeting to review and establish its principles. We are now moving into the second phase and envision PADCARI playing more of an oversight role for EDI. There will be a report tabled at the fall Board meeting.

The Board was also informed that enrolment is very close to the target set, and we are pleased with the numbers. Ratish Mohan is working with Admissions overseeing work with the existing staff. Ratish will be joining SLT and is a real addition to our team.

The Chair thanked the SLT for their support of the school and the Interim President.

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17. Any Other Business

There was no other business.

18. In Camera – Excluding Senior Leadership

Jim Horwich, Chair Presidential Search Committee

The Senior Leadership Team left the meeting.

By motion of Jennifer Green, the June 24, 2021 meeting of the Board of Governors moved in camera at approximately 6:55pm.

By motion of Maggie Marwah, the June 24, 2021 meeting of the Board of Governors moved out of camera at approximately 7:03pm.

There were not motions as a result of the in camera session.

19. In Camera – Excluding President

Louise Anne Comeau, Board Chair

Interim President, Sarah McKinnon and EA Governance and President's Office left the meeting.

By motion of Bruce Sparks, the June 24, 2021 meeting of the Board of Governors moved in camera at approximately 7:04pm.

By motion of Jim Horwich, the June 24, 2021 meeting of the Board of Governors moved out of camera at approximately 7:08pm.

There were not motions as a result of the in camera session.

20. Adjournment – Next Meeting

Motion: By motion of Louise Anne Comeau, the June 24, 2021 meeting of the Board of Governors adjourned at approximately 7:08 pm.

21. Next Meeting

The next meeting of the Board of Governors will be held on Thursday, September 23, 2021 and will be followed by the AGM.

Recorded by K. Connor, Executive Assistant Governance & President's Office

Approved for internal circulation by Louise Anne Comeau, Board Chair on September 20, 2021.