

In attendance: Grant Machum (Chair), Dianne Taylor-Gearing (President), Julia Rivard-Dexter (Vice-Chair)

Ian Austen, Rob Cameron, Louise-Anne Comeau, Elizabeth Currie, Caleb Hung, Kim Knoll, ME Luka, Alan MacPherson, Matthew McLellan, Jane Milton, Mathew Reichertz, Yalitsa Riden, Jeff Somerville, Gordon Whittaker

Regrets: John Carruthers, Margaret Fountain, Ross Cantwell, Kenn Honeychurch (P-VPA), Sharon Johnson-Legere (VPF)

1. Meeting officially called to order at 4:25 following a group photo. Quorum established with 16 Governors in attendance.
2. No conflicts were declared.
3. Acceptance of the Agenda: several additions to the circulated agenda were approved including a SUNSCAD report and an update on the day's events .

With these additions, I. Austen moved to accept the agenda. Motion carried.

4. Minutes of past meeting: No omissions or alterations having been requested, the minutes of September 25 were declared adopted as a true record.
5. Key Correspondence: The Chair shared a letter of thanks from former Governor Robert B. Dimitrieff.
6. President's Report: The president outlined the university's response to the situation that developed in downtown Halifax this morning, whereby a report of a gunman was being investigated by police, resulting in several locked-down buildings. The Crisis Management Team was activated, following the Crisis Management Plan. Appropriate action and communication was put in place, including a notification to all community members on Twitter and email. The Crisis Management Team will conduct a review of the decisions and actions taken, and HRP has offered to send a crisis management officer to help in this endeavor.
 - a. Discussion followed, including:
 - i. a suggestion that a script be provided to front-line staff.

- ii. The question of how classrooms would be informed if an evacuation or lockdown was required was explored.
- iii. The text alert system will be encouraged throughout the community to pass along this type of information.

President's Report: as circulated.

- b. Discussion around the Travel Risk Assessment protocol centered on which committees should see the new policy as it is developed (Audit & Risk Oversight, Governance).
 - c. Bilateral Agreement was discussed. It is understood that the Bilateral Agreement with the government and other universities sits with the President's Office. It is strongly informed by the Sustainability Plan approved by the Governors on July 15, 2014. The current Bilateral Agreement will be in place until 2016, and will be posted to the NSCAD website once stakeholders have been informed.
 - d. Cantilevered decks on NSCAD campuses were discussed.
 - e. Governors asked if the integration of the IAC affected the NSCAD bottom line; in fact there is a savings realized with this action.
7. Consent Agenda: No requests for removal of items being received, the items on the Consent Agenda, including the Statutory Remittance and University Relations Report, were declared adopted.
8. SUNSCAD Report: A verbal report was given, touching on a recent trip to Ottawa to represent NSCAD Students as Local 7 at the Canadian Student Union meetings and representation at the ongoing stakeholder discussions with the Ministry of Labour and Advanced Education regarding the next Memorandum of Understanding (MOU). SUNSCAD is planning a welcome orientation for new students in the Winter term. The report was completed with an acknowledgement that the meeting was taking place on unceded, unsurrendered Mik'maq territory and we are being hosted by this land.
9. The Board was presented with a motion from the Governance committee regarding public access to Board proceedings and publishing of approved Board minutes, including background information on FOIPOP and the practices of other Canadian universities.

I. Austen moved that in order to maintain open dialogue within meetings, given that our structure does not include an Executive Committee, NSCAD will continue to conduct Board meetings in private. However as a furtherance of our commitment to

transparency, we will begin publishing our adopted Board meeting minutes on the Governance page of the NSCAD website. Motion carried.

10. Report from Governance and Human Resource Committee: minutes of the August 28th meeting were circulated, and updates were given on the setting of goals and objectives for the President, and on the search for a Provost and Vice President Academic and Research. Work of the committee in the near future will include resetting the focus of Board agenda items to more strategic items rather than administrative.

Nominations for Board Committees: the following Governors have been nominated to the following committee:

Union/Board Committee: Ian Austen and Matthew McLellan

Honorary Degree Committee: Elizabeth Currie

Motion to accept these nominations made by K. Knoll. Motion carried.

The Governors further requested that the President be present at Union/Board meetings as an advisor, to support the process.

The next meeting of the Governance committee will be February 11, 2015.

11. Report from Audit and Risk Oversight Committee: verbal report, as no meeting has been held since the last Board meeting. The RFP for the Enterprise Risk Management system has closed, with 12 proposals received. They will be reviewed and prioritized by the VP Finance and the committee Chair before being presented to the committee for final selection.

The next meeting of the Audit and Risk Oversight committee will be November 18th 2014.

12. Report from the Advancement Committee: verbal report, as no meeting has been held since the last Board meeting. The Annual Fund is being launched, with a focus on Student Experience. The committee Chair met with Faculty Forum on October 20 to review the fundraising initiatives of the coming year and speak to the importance of giving. Some ideas came out of the meeting, including a resurrection of the idea to have a large auction house (Christie's, Sotheby's) hold an auction in support of NSCAD. Further research to be conducted, especially on the subject of being able to issue tax receipts for US dollar donations.

The next meeting of the Advancement committee will be November 4, 2014.

13. Financial and Physical Resources Committee: verbal report, as no meeting has been held since the last Board meeting. The Governors requested that financials be provided at every Board meeting. The projects approved at the last Board meeting to be funded from the Fountain donation are underway. Various consultations have been held with stakeholders regarding the possibilities for the remaining amount, and the Academic Resources Committee is considering that feedback. The ARC has put together five principles by which they will write the design brief for potential architects. These include a focus on a show space and the library.

The next meeting of the Financial and Physical Resources committee will be October 28, 2014.

14. Business Arising from the Minutes: all outstanding actions have been completed. The Governors requested a preface be included with the Bilateral Agreement when it is posted to the website, to offer context to readers.
15. Other Business: Retreat for the Board: a retreat will be planned for November 2014 to discuss “blue sky” thinking and strategic planning on future agendas. “Who we want to be.”
16. In Camera: there was no request to take the group in camera.
17. Meeting adjourned at 6:05 by motion of M. Reichertz. The next meeting of the Board of Governors will take place on November 27, 2014.

Recorded by Andrea Murray, Executive Assistant Governance