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**In Attendance:** Sean Kelly, (Acting Chair), Louise Anne Comeau\*, Dianne Taylor-Gearing, Faten Alshazly, Greg Bambury, Kassidy Bernard, Ross Cantwell, Marco Chiarot, Siobhan Cleary, Gary Edwards\*, Rebecca Hannon, Jim Horwich, Cameron Jantzen, Dean Leland, Alan MacPherson, Maggie Marwah, Peri McFarlane, Steven Peters, Dave van de Wetering

\*Teleconference

**Regrets:** Jeff Burns, Joanne Hames, Rory MacDonald, Jeff Somerville

**Invited:** Sharon Johnson-Legere, Vice-President Finance and Administration, Ann-Barbara Graff, Vice-President Academic and Research, Linda Hutchison, AVP University Relations

**Guest:** Nick Locke, Senior Consultant Global Philanthropic Inc.

## 1. Call to Order Establishment of Quorum

Meeting called to order at approximately 4:00 pm by Acting Chair, Sean Kelly with the establishment of quorum.

## 2. Introduction

The Acting Chair introduced the Board to some of the works by NSCAD MFA students:

- this is where I live now – Sara MacCulloch, MFA Thesis Exhibition;
- Edible Enunciations – Alicia Proudfoot, MFA Thesis Exhibition; and
- We Took Two Cars – Rachel Anzalone, MFA Thesis Exhibition

The Board was informed more information on the students' work was available by contacting the Executive Assistant Governance and President's Office.

S. Kelly acknowledged outgoing students Kassidy Bernard and Peri McFarlane for their valuable contribution to the Board of Governors over the past year. Their one year term ends on May 1<sup>st</sup>.

### **3. Conflict of Interest**

Rebecca Hannon will recuse herself for the vote labour negotiations and the in camera negotiations update.

### **4. Acceptance of the Agenda**

The agenda was accepted as presented.

**Motion:** To approve the March 28, 2019 Board agenda as presented.

Moved by D. van de Wetering. Carried [BOG 334/19-13]

### **5. Approval of Minutes – February 14, 2019**

No changes being requested, the minutes of February 14, 2019 are hereby declared adopted as a true record.

### **6. Business Arising – Minutes**

The Chair advised there was no business arising from the February 14, 2019 Board meeting minutes.

### **7. Key Correspondence**

Cameron Jantzen, Board Secretary, read the following key correspondence into the record:

- Labi Kousoulis, from Minister Labour and Advanced Education, letter dated March 14, 2019; and
- Labi Kousoulis, from Minister Labour and Advanced Education, letter dated March 21, 2019.

### **8. In Camera**

**Motion:** By motion of J. Horwich, the March 28, 2019 meeting of the Board of Governors moved in camera at approximately 4:15 pm. [BOG 334/19-14]

**Motion:** By motion of F. Alshazly, the March 28, 2019 meeting of the Board of Governors moved out of camera at approximately 5:05 pm. [BOG 334/19-15]

There were no out of camera motions resulting from the in camera session.

## 9. Consent Agenda

The Chair stated there were a number of reports presented under the Consent Agenda and the Board had an opportunity to read through the reports prior to today's meeting.

There are three requests for items to be removed from the consent agenda.

### Consideration of Items Removed from the Consent Agenda

- Governance and Human Resources Committee
  - Greg Bambury, Chair
    - 2<sup>nd</sup> Appointment – Jennifer Green
    - 2<sup>nd</sup> Appointment – Elena Brebenel
    - Regular Part Time Appointment – Angela Henderson
    - Recommendation of the Advisory Committee on Labour Relations
- Audit and Risk Oversight Committee
  - Dave van de Wetering, Chair
    - Occupational Health and Safety Executive Summary
- Advancement Committee
  - Marco Chiarot, Chair
    - Capital Campaign

With these items removed, the remaining items of the Consent Agenda were declared adopted. These include the Statutory Remittance Certificate and Officer's Certificate - Facilities, Financial and Physical Resources Committee Report. There was no SUNSCAD Report, Alumni Report or Senate Report filed.

## 10. Consideration of Items Removed From Consent Agenda

### Consideration of Items Removed from Consent Agenda – Governance and Human Resources (G&HR)

- 10.1 Greg Bambury, Chair  
G&HR Committee

The Committee Chair advised the G&HR Committee was unable to achieve quorum for its March 12<sup>th</sup> meeting. There was time sensitive business that had to move forward before today's March 28<sup>th</sup> Board meeting. It was agreed an email vote would be conducted to on these matters. The vote was conducted on March 14<sup>th</sup>.

With respect to the three recommendations of the President from the Office of Academic Affairs, the committee was advised the President had reviewed the reports and approved the recommendations of the Review Committee.

10.1.1 2<sup>nd</sup> Appointment – Jennifer Green

**Motion:** In accordance with Article 16.07(E)(i) of the Collective Agreement between the Board of Governors and the Faculty Union, grant the recommendation of a second appointment to Jennifer Green effective July 1, 2019.

Moved by G. Bambury, seconded. Carried [BOG 334/19-15]

10.1.2 2<sup>nd</sup> Appointment – Elena Brebenel

**Motion:** In accordance with Article 16.07(E)(i) of the Collective Agreement between the Board of Governors and the Faculty Union, grant the recommendation of a second appointment to Elena Brebenel effective July 1, 2019.

Moved by G. Bambury, seconded. Carried [BOG 334/19-16]

10.1.3 Regular Part Time Appointment – Angela Henderson

**Motion:** In accordance with Article 37.05(D) of the Collective Agreement between the Board of Governors and the Faculty Union, grant the recommendation of a Regular Part-Time Faculty Appointment to Angela Henderson effective May 1, 2019.

Moved by G. Bambury, seconded. Carried [BOG 334/19-17]

10.1.4 Recommendation - Advisory Committee on Labour Relations

Rebecca Hannon recused herself for the discussion and vote on this matter.

The Advisory Committee on Labour Relations (ACLR) met on March 11, 2019 to receive an update on Labour Relations from lead negotiator, Jack Graham. The Governance and Human Resources Committee received a copy of the approved minutes of the ACLR meeting.

The Governance and Human Resources Committee was asked to approve and support the outcome of the labour negotiations to move to mediation and arbitration. G&HR approved the recommendation.

**Motion:** Be it resolved: To approve the recommendation of the Governance and Human Resources to support the outcome of the labour negotiations to move to mediation and arbitration effective March 11, 2019.

Moved by G. Bambury, seconded. Carried [BOG 334/19-18]

### **Consideration of Items Removed from Consent Agenda – Audit and Risk Oversight Committee (A&RO)**

#### **10.2 Audit and Risk Oversight Committee**

Dave van de Wetering, Chair

At the March 19<sup>th</sup> meeting of the Audit & Risk Oversight Committee, it was agreed the matter of Occupational Health and Safety was a high risk and should be reported at each meeting of the committee.

Following discussion, it was agreed an Executive Summary on OHS would be presented at each meeting of the committee and then tabled under the Consent Agenda of the Board.

**Motion:** To approve recommendation of the Audit & Risk Oversight Committee on the inclusion of an Occupational Health and Safety Executive Summary in the Audit and Risk Oversight annual work plan.

Moved by D. van de Wetering, seconded. Carried [BOG 334/19-19]

## **Consideration of Items Removed from Consent Agenda – Advancement Committee (ADV)**

### 10.3 Advancement Committee Marco Chiarot, Chair

At its February 26<sup>th</sup> meeting the Advancement Committee held an in camera session following which an out of camera motion was tabled and approved.

**Motion:** To approve the recommendation of the Advancement Committee that NSCAD continues the preparation planning for a capital campaign. A campaign launch date to be confirmed pending approval of the NSCAD facilities plan and financial plan.

Moved by M. Chiarot, seconded. Carried [BOG 334/19-20]

D. Leland left the meeting at approximately 5:20 pm.

## **11. Budget for 2019/2020 Update**

S. Johnson-Legere reported that typically the Board would receive the budget in March. This year there are several unknowns that must be realized before the budget can be locked.

The draft budget is scheduled to be tabled at the June 11<sup>th</sup> Financial and Physical Resources Committee meeting and presented to the Board on June 20<sup>th</sup>.

M. Marwah left the meeting at approximately 5:30 pm.

## **12. Enterprise Risk Management Reporting Template**

D. van de Wetering reported the ERM Master Reporting Template is showing many “green” and “amber” codes. This is significant progress.

D. van de Wetering report that at the March 19<sup>th</sup> Audit and Risk Oversight Committee he requested a report on Directors’ Liability Insurance. It was agreed the report would be included in the presentation on work plan item “Review of adequacy of University’s insurance programs”.

### 13. President's Report

The President acknowledged it has been difficult times around NSCAD these past weeks, however as observed by the NASAD Visiting Team, NSCAD is a “*determined community*.” The President feels confident for the future as NSCAD transitions to new leadership.

Firstly I would like to recognize the very sad loss of NSCAD's esteemed academic in craft history.

#### **Professor Dr. Sandra Alföldy**

**1 August 1969 – 24 February 2019**

With a very heavy heart I acknowledge the untimely passing of Dr. Sandra Alföldy. Sandra was a most vital professor and mentor at NSCAD University. Her research in craft history was unique and established her as a leading academic authority in craft scholarship.

Her commitment and love of working with students was truly inspirational.

She was a shining light and will be sadly missed at NSCAD and beyond.

With deepest respect for Sandra.

A NSCAD scholarship is being established in her name, to benefit students with 60+ credits, who are studying in one of the three craft disciplines or art history. If there are resources available to fund a second scholarship it will support a 2nd year graduate student in the MA Art Education program, with preference given to an individual in the Museum and Curatorial stream.

#### **NSCAD Forward**

As the end of the Academic Year 2018-19 approaches I am hopeful that we can all view the outstanding work of our students through the many exhibitions and shows on campus culminating in the celebration of the graduating class of 2019 at Graduation Convocation on April 29, 2019.

NSCAD has worked hard to put the University on sound financial footing (ERM #1). In order to continue to grow our enrollment and ensure NSCAD is globally competitive, we need to advance our facility strategy and associated capital campaign.

NSCAD is undertaking a robust capital campaign to help make our vision for a new facility a reality.

- Addressing Bill 59 Accessibility Act.

In the near future NSCAD will be tasked with striking an Accessibility Committee and developing an Accessibility Plan. In discussions with other institutions and with AVP Student Experience and Registrar, it has become clear that such a committee constitution will require representation from the entire NSCAD Community (Admin, Staff, Faculty, and Students), including members of the community who identify as having disabilities. Addressing Bill 59 has been added to the ERM Risk #2 (2b).

- Student Recruitment and Retention (ERM Risk #3)
  - A&RO Committee March 19, 2019 meeting received a presentation on Recruitment and Retention confirming a positive position on applications to achieve April 30<sup>th</sup> target.
  - During the work stoppage, social media marketing of the new MA Art Education had to be temporarily suspended due to trolling.
  - Retention 92%.
- Lack of Flexibility (ERM #6)
  - ERM #6 (6e) NASAD Visitors' Report was received February 28, 2019. The NSCAD optional response was returned to NASAD on March 13, 2019 for consideration at the NASAD April Board meeting. A determination outcome is expected in June.
  - Senate will address the report findings.
  - Senate will present a recommendation for Senate constitutional changes as proposed by the Bylaws Committee to NSCAD Governance and HR Committee April 16, 2019.
  - To note the significant academic quality assurance and oversight that has been undertaken this year and the progress made on the delivery of the NSCAD Academic Plan: Towards 2020. Reporting and tracking progress through the Outcome Agreement and ERM is aligned with delivery on NSCAD's strategic framework and attendant plans.
  - ERM #6 (6i) Sexual Violence Policy has been added to the ERM. NSCAD is highly committed to the prevention of sexual violence on university campus and is actively involved at a provincial level working to develop best and most promising practices.



- Government and Business Relationships (ERM#7)
  - ERM#7 (7g) Recognition by the Canadian Association of University Business Officers (CAUBO) for the volunteer contributions by Ann-Barbara Graff, Sharon Johnson Legere and Leanne Dowe through 2018.
  - CAUBO volunteers benefit from their experience in many ways: they build their network of contacts, develop a deeper understanding of relevant and topical issues, hone their professional and leadership skills, and learn how their peers from across Canada solve problems and deal with issues common to the higher education field.
  - In addition, NSCAD University has committed to host CAUBO's Annual Conference in June 2019, and therefore staff members from NSCAD have already begun to contribute to an even greater extent to CAUBO and will continue to do so during the coming year.

#### **14. Final Call Governor at Large Nominations**

S. Kelly advised there would be a couple of vacancies in the Governor at Large membership this September. In looking to the skills matrix it has been identified there is a need for Governors with fundraising experience. Governors were asked to submit the names of person(s) they would like to put forward.

#### **15. Welcome**

S. Kelly advised the Board Rory MacDonald has been appointed by Faculty Forum to replace Ericka Walker who resigned on March 1, 2019. Ms. Walker is on leave. R. MacDonald's term will end on September 26, 2019.

#### **16. In Camera**

**Motion:** By motion of R. Cantwell, the March 28, 2019 meeting of the Board of Governors moved in camera at approximately 5:40 pm. [BOG 334/19-21]

**Motion:** By motion of A. MacPherson, the March 28, 2019 meeting of the Board of Governors moved out of camera at approximately 5:45 pm. [BOG 334/19-22]

## **17. Other Business**

### **17.1 Student Request**

Kassidy Bernard tabled a paper with student demands for the Board of Governors. The Vice Chair accepted the paper and agreed to respond.

### **17.2 Advancement**

Marco Chiarot as the Chair of the NSCAD Advancement Committee, thanked Governors for their dedication to NSCAD.

Support from our Governors sends an inspiring and positive message to our students and donors across our community.

As we strive for 100% engagement from the Board in giving, Governors were encouraged to donate by March 31<sup>st</sup>, the fiscal year end.

## **18. Adjournment**

**Motion:** By motion of A. MacPherson, the March 28, 2019 meeting of the Board of Governors adjourned at approximately 5:50 pm. [BOG 334/19-23]

## **19. Next Meeting**

The next meeting of the Board of Governors will be held on Thursday, May 9, 2019.

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

*Approved for internal circulation by Sean Kelly, Board Vice-Chair on May 8, 2019.*