

In Attendance: Jeff Somerville, (Chair)*, Rob Cameron (Acting Chair), Dianne Taylor-Gearing, Faten Alshazly, Ian Austen, Greg Bambury, Ross Cantwell, Siobhan Cleary, Louise-Anne Comeau*, Gary Edwards*, Cameron Jantzen, Sean Kelly, Kim Knoll*, Jessica MacDonald, Rory MacDonald, Grant Machum, Matthew MacLellan, Alan MacPherson, Julie Nicholson, David van de Wetering, Gordon Whittaker

Regrets: Elizabeth Currie, Rudi Meyer

Invited: Sharon Johnson-Legere, Vice-President Finance and Administration, Ann-Barbara Graff, Vice-President Academic & Research, Linda Hutchison, Associate Vice-President University Relations, James Barmby, Associate Vice-President Student Experience and Registrar, Leanne Dowe**, Controller and Ashley Lorette**, Director of Human Resources

* Participated – Teleconference

** Attended Faculty Bargaining Services Presentation

Guests: Jim Butler, Faculty Bargaining Services Director and Barbara Richards, Faculty Bargaining Services Atlantic Field Officer

1. Call to Order Establishment of Quorum

Meeting called to order at approximately 4:00 pm by Acting Chair, R. Cameron. Quorum established.

2. Conflict of Interest

There was one area of conflict identified. Faculty and students will recuse themselves for the presentation from Faculty Bargaining Services. Rory MacDonald, Jessica MacDonald and Julie Nicholson will leave the meeting for this presentation. Rudi Meyer sent regrets.

3. Acceptance of the Agenda

The agenda was accepted as presented.

Motion: To approve the February 16, 2017 Board agenda as presented.

Moved by Siobhan Cleary, seconded. Carried. [BOG 317/17-01]

4. Approval of Minutes

No changes being requested, the minutes of November 24, 2016 are hereby declared adopted as a true record.

5. Business Arising – Minutes

The Chair advised there was no business arising from the November 24, 2016 minutes.

6. Key Correspondence

K. Knoll, Board Secretary advised there was no key correspondence to be read into the Board meeting record.

7. 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. The Chair asked if there were any requests for items to be removed from the Consent Agenda.

Matthew MacLellan on behalf of the Governance and Human Resources Committee (G&HR) requested the minutes of the January 19, 2017 G&HR Committee be removed for consideration. In addition, the matter of a G&HR email vote dealing with a Faculty Appointment in Art Education will be brought forward to the Board.

Alan MacPherson on behalf of the Financial and Physical Resources Committee (F&PR) requested the minutes of the January 12, 2017 F&PR Committee be removed for consideration.

Louise-Anne Comeau on behalf of the Audit and Risk Oversight Committee (A&RO) requested the minutes of the December 8, 2017 be removed for consideration.

With these items removed, the remaining items of the Consent Agenda are declared adopted. These include the Statutory Remittance Certificate, report of the Audit & Risk Oversight Committee of February 9, 2017, the report(s) of the Advancement Committee, including the minutes of December 1, 2016 and the Annual Advancement Plan and Stakeholder and Communication Plan, the Senate report, the SUNSCAD report and the Alumni Association report.

The Personal Pet policy was received for information purposes.

8. Consideration of Items Removed From Consent Agenda

Consideration of Items Removed from Consent Agenda – G&HR

8.1 Matthew MacLellan

Chair, Governance & Human Resources

8.2.1 Minutes – January 19, 2017 Item # 7 – Appointments Forwarded - VP Academic and Research

At its January 19, 2017 meeting the committee received two recommendations from the VP Academic and Research, Dr. Ann-Barbara Graff that were supported by the Regular Part-Time Review Committee. The recommendations were for the appointment of Charley Young and Maria Doering to be granted a regular part-time faculty appointment effective May 1, 2017. The appointments are being brought forward to the Board for approval.

Motion: In accordance with Article 37.05 (D) of the Collective Agreement between the Board of Governors and the Faculty Union (FUNSCAD Unit I), approve the recommendation of the Governance & Human Resources Committee to grant a Regular Part-Time Faculty Appointment to Charley Young effective May 1, 2017.

Moved by Matthew MacLellan, seconded. Carried [BOG 317/17-02]

Motion: In accordance with Article 37.05 (D) of the Collective Agreement between the Board of Governors and the Faculty Union (FUNSCAD Unit I), approve the recommendation of the Governance & Human Resources

Committee to grant a Regular Part-Time Faculty Appointment to Maria Doering effective May 1, 2017.

Moved by Matthew MacLellan, seconded. Carried [BOG 317/17-03]

8.2.2 **Minutes – January 19, 2017 Item # 9 – Nominations Process – Call for Governors At Large**

At its January 19, 2017 meeting the committee received a draft of a proposed Nominations Process for 2017/2018. The committee agreed there would be a call out to the Board for Nominations at the February 16th Board meeting. This would comply with the By-Laws that state:

The Board shall hold its annual meeting before the end of September each year and shall in the annual meeting:

- (ii) consider the Nominating Report, but the meeting shall not consider or vote on any further nominations unless such nominations have been made to the Governance and Human Resources Committee prior to May 1 of the year and have been supported by provision in writing of adequate information about the proposed nominee.

The Board was asked to forward to J. Somerville and/or M. MacLellan the names and backgrounds of anyone they feel may be interested in serving and add value to the NSCAD Board. These names must be brought forward to the March 21st G&HR meeting along with being supported by provision in writing of adequate information about the proposed nominee.

8.2.3 **G&HR Email Vote Art Education Faculty Appointment**

On February 6, 2017 the President received a comprehensive report and recommendation from the Vice-President Research and Academic Affairs to increase a 0.5 to 1.0 faculty appointment in Art Education effective July 1, 2017.

On February 8, 2017 NSCAD Senior Management Team (SMT) reviewed, discussed and agreed to support the recommendation.

On February 10th, an email vote of the G&HR Committee was conducted with approval to recommend to the Board of Governors that the incumbent 0.5 Art Education faculty appointment be increased to 1.0 Art Education effective July 1, 2017.

Motion: To approve the recommendation of the Governance & Human Resources Committee that the incumbent 0.5 Art Education faculty appointment be increased to 1.0 Art Education effective July 1, 2017.

Moved by Matthew MacLellan, seconded. Carried [BOG 317/17-04]

8.2 Alan MacPherson
Chair, Financial & Physical Resources

Consideration of Items Removed from Consent Agenda – F&PR

8.2.1 Minutes – January 12, 2017 # 8 – Appointment of Fund Managers 2017/2018

At its January 12th meeting, the committee agreed to appoint Jack Gorrill Senior Wealth Advisor with ScotiaMcLeod for 2017/2018. The Chair of Financial & Physical Resources brings the matter forward for Board approval.

Motion: To approve the recommendation of the Financial & Physical Resources Committee that the NSCAD Board of Governors maintain their relationship with Jack Gorill and ScotiaMacLeod as fund managers for the upcoming 2017/2018 year.

Moved by Alan MacPherson, seconded. Carried [BOG 317/17-05]

8.3 Louise-Anne Comeau
Chair, Audit & Risk Oversight Committee

Consideration of Items Removed from Consent Agenda – A&RO

8.3.1 Minutes – December 8, 2016 # 8 – Cyber Risk Assessment

At its December 8, 2016 meeting, the committee approved the management recommendation to complete a cyber risk assessment. The Chair of Audit & Risk Oversight bring the matter forward for Board approval.

Motion: To approve the recommendation of the Audit & Risk Oversight Committee that a cyber risk assessment be completed similar to the 2011 assessment.

Moved by Louise-Anne Comeau, seconded. Carried [BOG 317/17-06]

9. Q2 Financial Statements

Alan MacPherson, Chair of Financial & Physical Resources Committee provided an overview of the University's financial status for quarter ended December 31, 2016.

The Committee was advised that total revenues year to date are down \$471,359 which is primarily due to the decrease in enrolment.

The lower enrolment has afforded an opportunity to compress expenses by cancelling under prescribed classes. There have also been savings realized in salaries and in facilities.

S. Johnson-Legere advised that NSCAD is very close to achieving a balanced operating result by March 31, 2017 and to achieve this the SMT has implemented a Spending Control Risk Impact Assessment (SCRIA) process. This process allows SMT to review all requests for expenditures and determine whether the expense is necessary prior to March 31st. SMT agrees that this measure is for the benefit of NSCAD as it works towards a balanced operating result.

The Board inquired as to whether NSCAD considered applying the unspent Fountain donation against the credit facility and if it would make sense to do so to save in annual interest costs.

The Board was advised that currently the Fountain donation (unspent balance \$2,791,300) is kept in a separate account at Scotia McLeod.

It was agreed the Financial & Physical Resources Committee would explore the matter at its March 2nd meeting and bring back a recommendation to the Board.

10. Enterprise Risk Management Master Reporting Template

Louise-Anne Comeau reported on the updated ERM Master Risk Reporting Template. The template was presented and reviewed at the February 9, 2017 Audit & Risk Oversight Committee (A&RO) meeting.

The template captures performance metrics using “red” “amber” “green” (RAG System). The Master Risk Reporting Template is tabled as an agenda item at each meeting of the Board of Governors.

Ms. Comeau noted there has been an enhancement made to the template which shows changes being made to the document going forward be highlighted. This would enable identification of changes easily.

10.1 Recruitment and Retention

The Board was advised that approximately 18.4 FTE students enrolled in the Fall 2016 semester did not return in the Winter. Also, approximately 50 FTE new students enrolled in the Winter 2017 semester. New Winter students minus Fall attrition of 18.4 FTE created a net gain of approximately 31.5 FTE students.

A net increase of 31.5 FTE students in only one semester is equivalent to an increase of 25.1 FTE students in the entire academic year.”

10.2 Lack of Flexibility

The report identifies two systemic constraints, the first being Maritime Provinces Higher Education Commission (MPHEC). MPHEC requires NSCAD to ensure that degrees can be completed in the stipulated years. Cancelling programs is not a short term process. The second is the Collective Agreements which drives salaries, hiring and releases. These are all regulated by Collective Agreements.

10.3 Profile and Perception

The key take away from the HESA report was that 850 fFTE by 2020 is doable. The report also stated that the decline in enrolment is not fatal and not due to programming. What NSCAD is offering is distinct to what is offered elsewhere in Canada.

10.4 Program Relevance

The Academic Plan addresses the need for program review based on the need to demonstrate quality, encourage enrolment and satisfaction. We need to clarify offerings and promote those offerings to students.

The A&RO Committee discussed NSCAD's commitment to Craft and that NSCAD has a legacy in Craft that other institutions do not. NSCAD has the leading edge with Craft, it is part of our makeup and continues to be an area of investment.

10.5 **Ethical Breaches**

The Board was advised that students are encouraged to report concerns to the Office of Academic Affairs and Research. There is a robust process for addressing concerns.

11. **President's Report**

President Taylor-Gearing provided highlights of the President's Report. The President stated that the report is aligned with Enterprise Risk Management and captures progress supporting the Strategic Framework and the Outcome Agreement with the province.

11.1 **Living Our Values – Respect, Pride, Collegiality and Trust**

In the President's November report to the Board she reflected upon NSCAD's values of **Respect, Pride, Collegiality and Trust** mindful of our collective commitment to being a welcoming inclusive and diverse community in times of uncertain change in the world.

Living our Values NSCAD has reached out to the Association of Independent Colleges of Art and Design (AICAD) and joined with the four Canadian Independent Colleges of Art and Design to welcome international art students affected by the U.S. President's Executive Order on Refugees and Immigrants. The consortium of the leading 42 specialized schools of visual arts and design in North America the AICAD schools have a long established exchange program in place among its member institutions for enrolled students to study and transfer their credits.

11.2 **Welcome**

Justine Somogyi, Special Project Advisor, reporting to the President, joined NSCAD on January 3, 2017. Justine is working with the Senior Management Team (SMT) to lead and deliver a NSCAD implementation plan based upon the HESA report findings and recommendations. The project is complex and will

require a full-time focus to provide NSCAD with a plan to revitalize its student recruitment, admission, enrolment management and retention goals.

11.3 Student Experience at NSCAD University

Associate Vice-President Student Experience and Registrar presented an outline of the *Student Experience Plan for NSCAD University* to Faculty Forum at the January 16, 2017 meeting. The plan will include all aspects of the Student Experience portfolio and dovetail with the NSCAD Strategic Enrolment Plan aligning with NSCAD's *Strategic Framework, Academic Plan: Towards 2020, Strategic Research Plan and NSCAD's Five Year Financial Forecast and Outcome Agreement*.

- The plan will be a series of strategies to further develop an exceptional student experience at NSCAD University;
- Includes all aspects of Student Experience with a 3-5 year full implementation plan;
- Consultations with students, faculty and staff are underway with Alumni and other stakeholder groups;
- The plan will be completed by the end of the Winter 2017-02-15.

Portfolio Day is being held on Saturday, February 18th where there will be campus tours, admission and portfolio preparation information, interactive workshops and an Alumni discussion panel. Next week will see the launch of an online portfolio preparation class developed and delivered by two faculty through Extended Studies.

11.4 NSCAD Celebrates - Governor General 2017 Arts Awards

Kudos to Jewellery Artist and NSCAD Professor Pamela Ritchie. She is the winner of the 2017 Saidye Bronfman Award for Excellence in Fine Craft. Pamela (BFA 1975, MFA 1982) joins six other NSCAD University Saidye Bronfman Award Laureates:

Paul McClure (BFA 1989) in 2015, Sandra Brownlee (BEd, BFA 1971, NSCAD faculty) in 2014, Greg Payce (MFA 1987) in 2013, Charles Lewton-Brain (BFA 1978) in 2012, Kye-Yeon Son (NSCAD faculty) in 2011 and NSCAD Professor Emeritus Walter Ostrom in 2003.

Also receiving a Governor General's Award for Visual and Media Arts is Landon Mackenzie (BFA 1976), a professor at Emily Carr University. *Parallel Journey*, an exhibition of work by Landon Mackenzie, is now on display at the Dalhousie Art Gallery. Landon Mackenzie's honor brings the total of NSCAD (alumni and faculty) Governor General's Laureates to 16.

Rory MacDonald, Jessica MacDonald and Julie Nicholson left the meeting for the in camera session.

Acting Chair, Rob Cameron welcomed Jim Butler, Faculty Bargaining Services Director and Barbara Richards, Faculty Bargaining Services Atlantic Field Officer.

12. In Camera

Motion: By motion of Grant Machum, the February 16, 2017 meeting of the NSCAD Board of Governors moved in camera at approximately 4:50 pm. [BOG 317/17-07]

Motion: By motion of Dave van de Wetering, the February 16, 2017 meeting of the NSCAD Board of Governors moved out of camera at approximately 6:10pm. [BOG 317/17-08]

There were no motions resulting from the Board's in camera session.

13. Adjournment

By motion Sean Kelly, the February 16, 2017 meeting of the Board of Governors adjourned at approximately 6:10 pm. [BOG 317/17-09]

14. Next Meeting

The next meeting of the Board of Governors will be held on Thursday, March 30, 2017.

*Recorded by K. Connor, Executive Assistant Governance & President's Office
Approved for internal circulation by Rob Cameron, Board Vice-Chair, on March 14, 2017.*