



BOARD OF GOVERNORS

March 26, 2020 (*Meeting #341*)

MINUTES

Adopted: May 7, 2020

In Attendance: Louise Anne Comeau (Chair), Kassidy Bernard, Greg Bambury, Marco Chiarot, Gary Edwards, Joanne Hames, Rebecca Hannon, Jim Horwich, Marlene Ivey, Cameron Jantzen, Duane Jones, Sean Kelly, Jamie Loughery, Dean Leland, Aoife Mac Namara, Alan MacPherson, Maggie Marwah, Peri McFarlane, Dave van de Wetering*

Invited: Ann-Barbara Graff, Vice-President Academic and Research, Linda Hutchison, Associate Vice-President University Relations, James Barmby, Associate Vice-President Student Experience and Registrar, Leanne Dowe, Interim Chief Financial Officer, Martine Durier-Copp, Dean, Tim MacInnes, Director of Computer Services

1. Call to Order Establishment of Quorum

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

The Chair noted these are challenging times and in order to move Board business forward the Board and its Standing committees will be conducting business using virtual meeting platforms.

The Chair acknowledged the majority of the university's administration; faculty and students are sheltering and working from their home environment.

2. Conflict of Interest

There were no conflicts of interest declared.

3. Acceptance of the Agenda

The agenda was accepted as presented.

Motion: To approve the March 26, 2020 Board agenda as presented.

Moved by J. Hames. [*BOG 341/20-12*]

4. Approval of Minutes – February 13, 2020

No changes being requested, the minutes of February 13, 2020 are hereby declared adopted as a true record.

5. Business Arising – Minutes

The Chair advised there was no business arising from the February 13, 2020 Board minutes.

6. Key Correspondence

Board Secretary, C. Jantzen, read into the record correspondence received from FUNSCAD in an email dated March 7, 2020.

Solidarity with the Wet'suwet'en Nation

“FUNSCAD expresses solidarity with the Wet'suwet'en Nation and its Hereditary Chiefs who are insisting upon respect for their autonomy and sovereignty over their unceded land. As we have seen, forceful intervention by the police will not resolve this dispute. Respectful and meaningful nation-to-nation dialogue, consistent with the principles of reconciliation, is needed.

FUNSCAD calls upon the federal government to ensure that peaceful negotiations continue, and that Indigenous rights – which are enshrined in our Constitution, in court rulings, and through the United Nations Declaration of the Rights of Indigenous Peoples – are upheld. Governments and communities must acknowledge these rights and the Wet'suwet'en Nation's inherent right to self-governance. FUNSCAD offers its support and remains committed to reconciliation and a meaningful, peaceful path towards decolonization.”

The Board acknowledged FUNSCAD's solidarity with the Wet'suwet'en Nation and its Hereditary Chiefs.

7. Consent Agenda

The Chair stated there were a number of reports tabled under the Consent Agenda and the Board had an opportunity to read the reports prior to today's meeting. The Chair asked if there were any requests for items to be removed from the Consent Agenda.

There were two requests for items to be removed from the consent agenda.

- Governance and Human Resources Committee
 - Greg Bambury
 - Regular Part Time Appointment
 - Regular Full Time Appointment - Craft History and Material Culture
 - Appointment Research Fellow
 - Appointment Professor Emeritus

- Financial and Physical Resources Committee
 - Alan MacPherson
 - Appointment of Fund Managers 2020/2021

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, the report of the Advancement Committee of February 25, 2-2020, there were no reports filed by SUNSCAD, the Alumni Association or Senate. The minutes of the March 10th Audit and Risk Oversight Committee were not tabled at this meeting.

8. Consideration of Items Removed from Consent Agenda –G&HR and F&PR

8.1 Greg Bambury

Governance and Human Resources Committee

8.1.1 Regular Part Time Appointment

At the March 5, 2020 Governance and Human Resources meeting, the committee considered in camera and approved the recommendation of the Review Committee for Regular Part-Time Status.

Motion: In accordance with Article 37.05(D) of the Collective Agreement between the Board of Governors and the Faculty Union, and the recommendation of the Governance and Human Resources Committee, grant the recommendation of a Regular Part-Time Faculty Appointment to Julie Hollenbach effective May 1, 2020.

Moved by G. Bambury, seconded. Carried [BOG 341/20-13]

8.1.2 - Regular Part Time Appointment – Craft History and Material Culture

At the March 5, 2020 Governance and Human Resources meeting, the committee considered in camera and approved the recommendation of the Selection Advisory Committee (Craft History/Material Cultures).

Motion: In accordance with Article 14.12 of the Collective Agreement between the Board of Governors and the Faculty Union, and the recommendation of the Governance and Human Resources Committee, grant the recommendation of a Regular Full-Time Faculty, Assistant Professor, Craft History/Material Cultures to Julie Hollenbach effective July 1, 2020.

Moved by G. Bambury, seconded. Carried [BOG 341/20-14]

8.1.3 Appointment Research Fellow

At the March 5, 2020 meeting of the Governance and Human Resources Committee, the committee considered in camera and approved the recommendation of the VP Academic and Research to appoint Dr. Jutta Treviranus as Research Fellow.

Motion: To approve the recommendation of the Governance and Human Resources Committee to appoint Dr. Jutta Treviranus as Research Fellow in recognition of the potential contribution to research and student mentorship at NSCAD for a period of five years (renewal) commencing March 1, 2020.

Moved by G. Bambury, seconded. Carried [BOG 341/20-15]

8.1.4 Appointment Professor Emeritus

At its March 5, 2020 meeting, the committee considered in camera and approved the recommendation of the Committee of Status and Affairs to appoint Dr. Bruce Barber as Professor Emeritus.

Motion: To approve the recommendation of the Governance and Human Resources Committee and the committee on Status and Affairs to confer the honorary title of “Professor Emeritus” to Dr. Bruce Barber.

Moved by G. Bambury, seconded. Carried [BOG 341/20-16]

8.2 Alan MacPherson

Financial and Physical Resources Committee

8.2.1 Appointment of Fund Managers 2020/2021

At the February 20, 2020 meeting of the Financial and Physical Resources Committee, the committee agreed to the appointment of Jack Gorrill, Senior Wealth Advisor with ScotiaMcLeod until such time the RFP process has been completed.

Motion: To approve the recommendation of the Financial and Physical Resources Committee to NSCAD maintain their relationship with Jack Gorrill and ScotiaMacLeod as fund managers for the upcoming 2020/2021 year, or until such time the RFP process has been completed.

Moved by A. MacPherson, seconded. Carried [BOG 341/20-17]

9. Budget Development Update

Leanne Dowe, Interim CFO, provided an update on the 2020/2021 budget, in particular the significant financial implications on the University as it relates to CODIV-19.

The Board was informed that universities are not running summer programs; in addition, fall and winter enrolment for both domestic and international will be impacted. Expect conversation around CODIV 19 as it relates to the budget – significant financial impact on university.

The Senior Leadership Team is working towards a revised set of budget assumptions and these will be reflected in the budget being presented to Financial and Physical Resources Committee on April 9, 2020.

The Board discussed NSCAD's rental income with respect to CODIV-19. L. Dowe advised that to date, no tenants have left their premises and management is working with tenants on rent deferral and amortization into their lease over the next twenty-four months or to the end of their lease term.

The Chair inquired whether at the April 9 F&PR meeting there would be a preliminary view of the impact of DCODIV-19 on enrolment. L. Dowe stated that by next week we would have a better idea of enrolment; discussions are ongoing with students to ascertain their intentions.

10. Enterprise Risk Management Master Reporting Template

D. van de Wetering advised there were a couple of minor changes to the template presented for the March Board meeting relating to Market and Economic Impact Analysis and Cybersecurity.

The Audit and Risk Oversight Committee meeting minutes of March 10 will be tabled at the May 10 Board meeting. There are no actions from the March 10th A&RO minutes to bring forward to the Board.

J. Hames, Vice Chair A&RO, stated during initial discussion of an ERM Retreat to review the top risks to the University, it was with the understanding the session would be a facilitated in-person off-site retreat. The RPF went to market prior to the CODIV-19 outbreak.

It was acknowledged there would be a need to move this work down the line, although this presents a risk; there is a risk template currently in place under which the Board is operating. The purpose of the retreat is to review and enhance the risks to ensure we are tracking the right risks.

It was agreed, for the time being the Board will continue with the established ERM process/template.

11. President's Report

The President opened by stating the Covid-19 virus outbreak crisis has had an unprecedented impact on the world, on Nova Scotia and its universities, and on every student, faculty member and staff member at NSCAD. It is critical that members of the Board of Governors appreciate the unfortunate circumstances to which NSCAD, and most other Nova Scotia universities were forced to react.

11.1 COVID-19 – Impact on NSCAD Operations

NSCAD has advanced planning for the Port optimization. We have initiated conversations with the Halifax Port Authority about the Annex space, reviewed and revised floor plans, and sought costing from Hanscomb Limited, Surveyors. In addition, NSCAD is working on a recommendation to the Board for the Port Campus project.

The Province of Nova Scotia and Develop Nova Scotia have suspended meetings on the Salter Block for the immediate future, as they address the impact of COVID-19 on provincial infrastructure.

NSCAD has further developed a draft PowerPoint and video presentation for review by Board members on a new vision for NSCAD on a date yet to be determined due to the pandemic, a presentation that will ultimately be made to government officials in person once normal government operations resume and a meeting date can be arranged. We continue to anticipate the full support of the Department of Labour and Advanced Education, and Develop Nova Scotia, but we are tempering our expectations due to the implications of the COVID-19 virus crisis on the provincial budget.

11.2 Remote Delivery to Complete Winter 2020 Courses

Following a suspension of NSCAD courses from March 16 to 20, classes resumed March 23 remotely. Faculty, under the leadership of our new Dean of Academics who commenced her employment of March 16, we are now transitioning to teaching remotely if possible. We are very fortunate to have Dr. Martine Durier-Copp take on this leadership role, as she has extensive experience in distance education, and the timing was extraordinarily fortunate. Faculty are responding extremely well to the situation under her leadership, and the support being provided by the Director of Teaching and Learning and his staff, as well as staff in all departments, has been very positive.

The options available to faculty for both classroom and studio courses, as approved by Senate on March 16, can be summarized as follows:

- (1) award a provisional grade based on work and performance to date, a grade that may transition into a final grade depending on the ability of the student to do further assignments digitally submitted before the end of classes on April 22;
- (2) award an incomplete grade and allow the student up to six months after the end of scheduled on-campus classes (September 13, 2020) to earn a final grade; or (3) award a final grade at this time, provided there are strong indications the student's performance to date merits such a grade.

The financial implications of the pandemic on NSCAD are being assessed in terms of potential loss of revenue and potential increases in expenditure.

The President advised custodial and security staff are on site.

11.3 Delivery of 2020 Courses Summer

Registration is currently open for students to register in summer courses, which were scheduled to commence May 11.

Typically, it takes months if not years of planning, preparation and training before distance education courses are made available. We believe it would be irresponsible, and a serious compromise of the highly regard quality of our educational offerings, if we were to offer remote courses without proper planning and training. With this in mind, it is highly likely the seven-week May and June summer term may be rescheduled to July and August, provided normal face-to-face teaching can resume.

The Senior Leadership Team will meet online to discuss the options and make a decision during the week of March 23-27 on course offerings during the summer semester and present options to Senate.

11.4 Delivery of 2020 Courses Fall and Winter

We are operating on the assumption normal operations will resume on or before September 1, 2020. However, adjustments to the schedule fall semester will be made if circumstances warrant. It is simply too soon to be certain that fall classes will start as scheduled on Tuesday, September 8.

11.5 Crisis Management Team

The NSCAD Crisis Management Team (CTM) has been meeting every day for the past 10 days and will continue to meet daily until fewer meetings per week are needed.

CTM has been addressing a great range of issues, including the following:

- Housing for NSCAD students displaced from other universities' residences;
- Assisting NSCAD exchange students in returning home from other countries;
- Food security for students;
- Transitioning current semester courses to remote delivery;
- IT equipment for impromptu employee home offices;
- Alternative means of providing mental health support to students;
- Facilities, security and access to equipment and materials;
- Cleaning supplies and additional precautionary cleaning requirements;

- Human resource issues such as salary and wage payments, support for student employees, and the application of collective agreements in extraordinary circumstances;
- Continuing to offer student services, such as academic advising, requests for transcripts, confirmations of enrolment, and student financial aid advising; and
- Financial operations, especially budget implications in responding to the COVID-19 crisis, emergency loans and bursaries for students, and supporting our valued suppliers with efficient accounts payable processes.

11.6 Convocation

The President advised graduation ceremonies, originally scheduled for May 11, have been postponed.

The Cunard Centre has reserved Monday, October 19 and Monday October 26 for NSCAD's use.

11.7 Government Relations – Provincial

We have been working very closely and in concert with officials of the Department of Labour and Advanced Education (LAE) on our future facilities issue, but most especially in the past two weeks on the COVID-19 crisis.

The Department of Labour and Advanced Education is supportive of NSCAD's application for matching funds for \$130,000 from Research Nova Scotia, which will enable us to reassure our Tier 1 Canada Research Chair that full funding is in place for her to establish a research facility at NSCAD.

If this funding is not secured by April 1, art historian Dr. Charmaine Nelson, a full professor at McGill University, will not relocate to Halifax with her family and the opportunity for NSCAD to establish a fully funded research chair in Slavery and the Black Diaspora in Canada, through the lens of art and craft, will be lost.

Despite the support of LAE officials, Research Nova Scotia has denied this request for matching provincial funding, which is a condition of the federal government award, despite any availability of non-provincial government funds, such as that found in a NSCAD surplus.

11.8 Government Relations Federal

The President's Report stated NSCAD has been asked to prepare a letter to the Minister of Science, who serves at the federal government's representative in relations with Canada's research universities. The letter requested of NSCAD and other research universities is in response to two questions:

- What are the short/long term effects of COVID-19 being experienced by your university?

Our position and response are that at NSCAD, housing now is most critical, especially for international students unable to return home. To meet social distancing requirements, students have been strongly encouraged or required to leave residences or other accommodations. Short-term funding (up to nine months) is required to pay for these unexpected student accommodation needs.

Long term, housing will continue to be a challenge in helping students resume their studies or, for new students, relocate to begin their studies. A national online student service for inspected and rated housing (i.e. clean, safe, and bed bug free) is required.

Letter grades for each course in the winter 2020 semester - especially art, design and craft studio courses - currently offered may be delayed until September 15. This delay will affect students applying to graduate schools and students seeking transfer credit.

- What can the [federal] government do to help?

It was acknowledged that the most urgent need is support for online infrastructure for students and faculty so that teaching and learning can continue remotely. Needs include access to the internet in remote areas, satisfactory bandwidth, hardware and software, and resources for online and remote teaching.

With campuses closed, there is an opportunity for deferred maintenance and infrastructure renewal, keeping in mind social distancing and assuming small numbers of workers on each project.

International students unable to return home require increased flexibility and clarity of information on how to secure visa extensions. This information needs to be provided quickly, and with simplicity to ensure no misunderstanding.

Admissions staff need to be able to process applications for new international students in the coming academic year.

Under current or revised visa policies, our Registrar's Office staff need to know the eligibility of current international students to resume their studies once they return to their Canadian university, whether they have a valid visa or whether they need to renew their visa before reentry to Canada.

The ability of Canadian universities to recruit new international students is subject to current federal policies. We need to know the plan for ensuring international recruitment practices can quickly resume effectively and efficiently once the COVID-19 crisis ends.

11.9 Human Resources Issues

The Director of Marketing and Communications is on parental leave, NSCAD has secured the services of Bruce Debaie as Interim Director of Communications.

Most of our student employees are reliant of their income from NSCAD to remain financially viable. All student employees will be paid until the end of the semester based on their normally scheduled weekly hours. The same commitment is being made to our casual employees.

Contract employees, such as security and cleaning services, are the employees of our contractors, and we are working with our contractors to help these contract employees continue to earn as much of their wages as possible while still providing value to NSCAD.

11.10 Enrolment and Recruitment

NSCAD has engaged the services of a well-regarded consultant with a great deal of experience in recruitment strategy and admission processes.

The Senior Leadership Team has met with them on campus, as well as the Admissions Coordinator and recruiters.

The consultant has drafted a promising approach to significantly increase our enrolment numbers within a two-year period, we will have a more detailed plan in the coming weeks. Applications continue to be submitted to our Admissions office at a satisfactory rate and, with a new strategy in place within the next month, we anticipate a noticeable increase in the

conversion rate of applications to new student enrolment this coming fall, despite all the challenges presented to us by the COVID-19 virus.

The President closed with encouraging words stating that the significant adversity we have faced in the past few weeks has brought the faculty, staff and students closer together and made us stronger. We intend on building on that strength further by continuing to nurture trust and confidence in each other, which we very much require and deserve.

11.11 Cross Institutional Report

Tim MacInnes tabled a report from SUNSCAD, NSGEU and NSCAD Academic & Research representatives. Each group was asked to prepare a brief report for the Board. FUNSCAD will report once the Executive meets to discuss.

The report provided an overview of the problems, actions and anticipated needs related to the following:

- Transition to Remote Working;
- Labour and Community Relations;
- Financial Implications Including Support for Staff;
- Financial Implications for Students;
- Financial Implications for Staff and Faculty;
- Financial Implications for NSCAD;
- Technical Infrastructure;
- Government Relations;
- Transition to Remote Teaching and Learning;
- NSCAD Supporting Community; and
- Research Continuity.

12. Final Call Governor at Large Nominations

The Chair stated there are a number of vacancies in our current Governor-at-Large complement. The Board was encouraged to put forward suggestions for potential Board members with consideration being given to the Skills Matrix.

The recommendations will be considered by the Nominations Committee.

13. Any Other Business - Responsibly Managing Risk to NSCAD Data Protection and Cyber Security

The President reported that the COVID-19 Pandemic has given the NSCAD Senior Leadership Team no choice but to rapidly transition all document sharing, remote meeting and working to a single, secure, user-friendly enterprise platform: Microsoft Teams.

Compliance with cyber security legislation and data protection protocols is critical to the university's credibility and reputation, and to the safety and personal information of its students, employees and Board members.

In addition to confidential institutional data and employee records, NSCAD's secure SharePoint and Microsoft Teams sites are secure repositories for confidential student, applicant and alumni information, including financial data and personal data that may put international and domestic students at risk. To avoid such risks to employees, students and alumni, it is essential that all employees, including members of the senior leadership team, and governors never reveal or share NSCAD SharePoint or Microsoft Teams password and/or account information with anyone – including internal colleagues or external personnel.

The President acknowledged this is a challenging time to adopt new practices, however user-friendly; staff are available to assist everyone in the transition to remote learning, governing and working.

14. In Camera

Ann-Barbara Graff, Linda Hutchison, Jim Barmby, Leanne Dowe, Tim MacInnes and Martine Durier-Copp, left the meeting.

Motion: By motion of S. Kelly, the March 26, 2020 meeting of the Board of Governors moved in camera at approximately 5:45pm.

Motion: By motion of D. van de Wetering, the March 26, 2020 meeting of the Board of Governors moved out of camera at approximately 6:10pm.

There were no out of camera motions as a result of the In Camera session.

It was agreed by the Board to reestablish the Provost and Vice President Academic and Research position. This position was in abeyance since the Dean position was made vacant. Dean Martine Durier-Copp took office on March 16, 2020. Dr. Ann-Barbara Graff will assume the role of Provost and Vice President Academic and Research.

15. In Camera (Excluding President)

Aoife Mac Namara and Kathy Connor left the meeting.

Motion: By motion of S. Kelly, the March 26, 2020 meeting of the Board of Governors moved in camera at approximately 6:10pm.

Motion: By motion of S. Kelly, the March 26, 2020 meeting of the Board of Governors moved out of camera at approximately 6:30pm.

16. Out of Camera Motion

There were no out of camera motions as a result of the In Camera session.

17. Adjournment

Motion: By motion of Louise Anne Comeau, the March 26, 2020 meeting of the Board of Governors adjourned at approximately 6:30pm.

18. Next Meeting

The next meeting of the Board of Governors will be held on Thursday, May 7, 2020.

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

Approved for internal circulation by Louise Anne Comeau, Board Chair on April 28, 2020.