

In Attendance: Jeff Somerville (Chair), Dave van de Wetering, Dianne Taylor-Gearing, Greg Bambury, Jeff Burns, Evan Cameron, Ross Cantwell, , Siobhan Cleary, Elizabeth Currie, Cameron Jantzen, Sean Kelly, Louise-Anne Comeau, Rudi Meyer, Rafael MacDonald, Rory MacDonald, Alan MacPherson

Regrets: Faten Alshazly, Marco Chiarot, Gary Edwards, Matthew MacLellan, Gordon Whittaker

Invited: Sharon Johnson-Legere, Vice-President Finance and Administration, Ann-Barbara Graff, Vice-President Academic and Research, Linda Hutchison, Associate Vice-President University Relations, James Barmby, Associate Vice-President Student Experience and Registrar, Randall Turple, Director of Facilities Management, Andrea Anderson, Communications Consultant

Guests: Deputy Minister of NS Labour and Advanced Education, Duff Montgomerie, Ava Czapalay, Senior Executive Director, Higher Education Branch, NS Labour and Advanced Education, Eugene Pieczonka, Principal Lydon Lynch, Mark Atwood, Associate Lyndon Lynch

1. Call to Order Establishment of Quorum

Meeting called to order at approximately 4:00 pm by Chair, J. Somerville with the establishment of quorum.

The Chair advised Deputy Minister Montgomerie and Ava Czapalay, Senior Executive Director with the NS Department of Labour and Advanced Education would be joining the meeting to address the Board of Governors.

2. Conflict of Interest

There were no conflicts of interest identified.

3. Acceptance of the Agenda

The agenda was accepted as presented.

Motion: To approve the March 29, 2018 Board agenda as presented.

Moved by Rory MacDonald, seconded. Carried [BOG 326/18-10]

4. Approval of Minutes – February 15, 2018

No changes being requested, the minutes of February 15, 2018 are hereby declared adopted as a true record.

5. Business Arising – Minutes

The Chair advised there was no business arising from the February 15, 2018 meeting minutes.

6. Key Correspondence

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.

There will be three requests for items to be removed from the consent agenda:

J. Somerville on behalf of the Governance and Human Resources/Nominations Committees requested the minutes of the March 1, 2018 Governance and Human Resources/Nominations Committees be removed for consideration. In addition the Board will be asked to consider the business conducted and recommendations of the G&HR Committee of the March 9, 2018 email vote. These will be removed for consideration.

Alan MacPherson on behalf of the Financial and Physical Resources Committee requested the minutes of the March 20, 2018 Financial and Physical Resources Committee be removed for consideration.

Evan Cameron requested the SUNSCAD report be removed from the Consent Agenda for consideration.

With these items removed, the remaining items of the Consent Agenda are declared adopted. These include the Statutory Remittance Certificate and Officer's Certificate - Facilities, the report of the Audit and Risk Oversight Committee of February 22, 2018, and the report of the Advancement Committee of March 6, 2018.

There was no report tabled from Senate or the Alumni Association.

8. Consideration of Items Removed From Consent Agenda

8.1 Nominations Committee – Minutes of March 1, 2018

- J. Somerville

8.1.1 Appointment of Life Governors

At the March 1, 2018 Nominations Committee meeting, the committee brought forward two recommendations for Life Governor. The Governor-in-Council appointments of Ian Austen and Kim Knoll ended in December 2017. Both Ian and Kim served on the NSCAD Board in various capacities for many years.

Motion: To approve the recommendation of the Nominations Committee to appoint Ian Austen as Life Governor, effective March 29, 2018.

Moved by J. Somerville, seconded. Carried [BOG 326/18-11]

Motion: To approve the recommendation of the Nominations Committee to appoint Kim Knoll as Life Governor, effective March 29, 2018.

Moved by J. Somerville, seconded. Carried [BOG 326/18-12]

8.2 Governance and Human Resources Email Vote – March 26, 2018

8.2.1 Promotions – David Clark and Kim Morgan

On March 9, 2018 the President received a Memo from the Chair, Committee on Status and Affairs recommending two academic promotions as per the Collective Agreement Article 15.03 (Procedure for Appointment). The promotions are to be approved by the Board to be effective July 1, 2018.

By email vote of March 26th, the G&HR Committee approved the promotion of David Clark and Kim Morgan from the rank of Associate Professor to the rank of Professor.

Motion: In accordance with Article 15.03 of the Collective Agreement between the Board of Governors and the Faculty Union, approve the recommendation of the Governance and Human Resources Committee to promote David Clark from the rank of Associate Professor to the rank of Professor effective July 1, 2018. In accordance with Article 15.05(B), by May 1 the President shall notify the applicant in writing of the Board's decision.

Moved by Evan Cameron, seconded. Carried [BOG 326/18-13]

Motion: In accordance with Article 15.03 of the Collective Agreement between the Board of Governors and the Faculty Union, approve the recommendation of the Governance and Human Resources Committee to promote Kim Morgan from the rank of Associate Professor to the rank of Professor effective July 1, 2018. In accordance with Article 15.05(B), by May 1 the President shall notify the applicant in writing of the Board's decision.

Moved by Evan Cameron, seconded. Carried [BOG 326/18-14]

8.2.2 **Appointment – Greg Sims – Regular Full-Time Faculty**

On March 20, 2018, the President received a report from the Selection Advisory Committee (SAC) for Jewellery and Metalsmithing. The report contains both an evaluation and a ranking of the candidates that were shortlisted for the Regular Full-Time Faculty, Assistant Professor, Jewellery and Metalsmithing vacancy. After careful consideration and review of the reference letters for both ranked candidates the SAC recommend that Greg Sims be recommended for Regular Full-time Assistant Professor faculty position in Jewellery and Metalsmithing in the Division of Craft effective July 1, 2018.

The appointment was approved by the Governance and Human Resources Committee via email vote of March 26, 2018.

Motion: To accept the recommendation of the Governance and Human Resources Committee to approve the appointment of Greg Sims to a Regular Full Time position at the rank of Assistant Professor, Jewellery and Metalsmithing effective July 1, 2018.

Moved by Sean Kelly, seconded. Carried [BOG 326/18-15]

8.3 Minutes Financial and Physical Resources Committee – March 20, 2018

8.3.1 **2018/2019 Annual Business Plan and Budget**

A. MacPherson advised, S. Johnson-Legere will be presenting 2018/2019 Annual Business Plan and Budget at today’s meeting under agenda item # 10.

8.3.2 **Universal Accessibility – Facilities Standards**

At the March 20, 2018 Financial and Physical Resources Committee, the President presented a memorandum dealing with *Bill 59 Accessibility Act*.

Following discussion, it was agreed the Financial and Physical Resources Committee recommend to the NSCAD Board of Governors that NSCAD University commit in principle to achieving universal accessible design principles for all future NSCAD University facilities.

Motion: To approve the recommendation of the Financial and Physical Resources Committee that NSCAD University commits in principle to achieving universal accessible design principles for all future NSCAD University facilities.

Moved by A. MacPherson, seconded. Carried [BOG 326/18-16]

8.3.3 **The Halifax Art District Armour Proposal**

At the March 20, 2018 Financial and Physical Resources Committee the committee received for consideration a proposal from Armour Group for “Halifax Art District” which includes NSCAD University.

Following review and discussion it was agreed that the proposal does not meet with NSCAD University’s facilities criteria.

Motion: To approve the recommendation of the Financial and Physical Resources Committee that the Halifax Art District Armour Proposal not be considered as it is not aligned with NSCAD’s facility criteria.

Moved by Alan MacPherson, seconded, Rory MacDonald opposed. Carried [BOG 326/18-17]

8.4 **SUNSCAD Report**

Evan Cameron, SUNSCAD President and Rafael MacDonald, SUNSCAD VP Finance requested the SUNSCAD report be removed from the Consent Agenda.

They stated with their term on the Board ending they are pleased with progress being made on some of their concerns and reiterated their top priority is accessible education and eliminating tuition fees. SUNSCAD feels the best way to attract young talent to our province is with free education.

Board members were encouraged to engage with students, in particular at events and to feel free to come “knock on their door”.

Two additional concerns were that tickets for fundraising events were not within students’ price range and that NSCAD student jobs were disappearing.

9. NS Department of Labour and Advanced Education

The Chair welcomed Deputy Minister Montgomerie and Ava Czapalay, Senior Executive Director with the NS Department of Labour and Advanced Education to the meeting.

Deputy Minister Montgomerie thanked the NSCAD Board of Governors for the opportunity to meet. The Deputy Minister thanked the Board and the President for all they have done over the past four years to turn NSCAD around.

On March 28th, Leo Glavine, Minister of Communities, Culture and Heritage announced that planning will begin for a proposed cultural hub on the Halifax waterfront which will include a new Art Gallery of Nova Scotia (AGNS) and NSCAD University (NSCAD) campus. An RFP (request for proposals) to proceed with exploration of the development of a new facility on the Halifax waterfront will be issued in the coming weeks.

The Deputy Minister stated that after yesterday’s announcement we are looking forward to the vision of this collaborative beautiful project. The government has shown interest and we on our way to an amazing conclusion and a world class institution.

The Chair thanked the Deputy Minister for the support of the NS Department of Labour and Advanced Education. NSCAD could not have made the strides it has without the support of the department.

10. Enterprise Risk Management Master Reporting Template

Louise-Anne Comeau provided an update on ERM Master Reporting Template that was presented to the Audit and Risk Oversight Committee on February 22, 2018.

The Board was advised that in addition to reviewing the ERM Master Reporting Template on February 22, 2018, the committee received comprehensive presentations from Dr. Barmby on Risk # 3 – Recruitment and Retention, Dr. Graff on Risk # # 6 – Lack of Flexibility at today’s meeting and Tim MacInnes on Risk # 10 Cyber Security and Vulnerability.

Ms. Comeau reviewed the ERM Master Reporting Template providing highlights.

- Class enrolment 74% of available capacity – fall/winter 2017/2018;
- NASAD consultation visit has been completed. A site review will be undertaken in October 2018;
- Research Support Fund 2017-2018 - \$97,000;
- Learning Commons completing technology review.

11. Receive and Approve Budget 2018/2019 and Tuition Increase 2018/2019

S. Johnson-Legere opened the presentation by stating that this is the third consecutive year NSCAD has presented a balanced budget.

The budget is guided by the *NSCAD Strategic Framework 2015 – 2020* the *MOU and Outcome Agreement* between NSCAD and the Province of Nova Scotia, and the NSCAD Academic Plan and the Strategic Research Plan and was developed with the objective of achieving a balanced operating budget position in accordance with the NSCAD Annual Operating Budget and Balanced Financial Position policy.

The Enterprise Risk Management process set the context for the budget development in identifying the University’s highest areas of risk – facilities, enrolment, costs rising over revenues, and continuance of government grants.

Achieving a balanced operating budget is 2018-19 is mandated by the Board of Governors and the Province of Nova Scotia.

Maintaining a balanced operating budget is challenging due to enrolment volatility and costs escalating at a great rate than revenues.

The balanced budget position was achieved by the following:

- Analysis of costs and reducing expenses while maintaining academic quality and investment in key areas of need and innovation;
- Phasing out the flat fee tuition structure over three years (2018-19 is the last year for the phase in); and
- Limited hiring for 2018-19 and overall spending control outside of the operating budget.

The development of the 2018-19 budget has been a transparent process overseen by the Budget Advisory Committee. The Budget Advisory Committee met three times during the period of November 2017 to January 2018 to consider new budget requests and strategize recommendations for balancing the budget for 2018-19.

The Senior Management Team (SMT) held four half-day retreats during the summer and fall 2017 to discuss workforce planning and strategic budget prioritization.

As part of the budget balancing process, all University budget managers were asked for feedback and proposals on their respective budget areas. Budget managers were also asked for proposals for new equipment and technology investment and renovations.

Following presentation and discussion, the motions were tabled. Prior to the motions being adopted, Evan Cameron tabled an amendment to the motions proposing the following:

Motion: To adopt the recommendation of the Financial & Physical Resources Committee declaring the 2018/2019 Annual Business Plan and Budget be approved excluding the 3% tuition increase for both undergraduate and graduate programs.

Moved by Evan Cameron, the motion failed with 4 votes in favour and 17 voting against. [BOG 326/18-18]

The Board moved forward with the following motions:

Motion: To adopt the recommendation of the Financial & Physical Resources Committee thereby declaring the presented 2018/2019 Annual Business Plan and Budget approved by the Board of Governors.

Moved by Alan MacPherson, seconded. Evan Cameron, Rafael MacDonald, Rory MacDonald and Rudi Meyer opposed the motion. Carried [BOG 326/18-19]

Motion: Be it Resolved that NSCAD proceed with a 3% tuition increase in 2018-19 for both undergraduate and graduate programs.

Moved by Alan MacPherson, seconded. Evan Cameron, Rafael MacDonald, Rory MacDonald and Rudi Meyer opposed the motion. Carried [BOG 326/18-20]

12. Final Call Governor at Large Nominations

J. Somerville reminded Governors to submit their nominations for Governor at Large positions no later than May 1, 2018. Submissions will be considered at the next meeting of the Nominations Committee.

13. President's Report

The President reported with confidence that NSCAD is delivering on the Board's vision and strategic framework approved in 2015. Progress is being made on all four pillars of the plan and we continually work to lead the way on the four key values that frame critical decision making: Respect, Pride, Collegiality and Trust.

NSCAD is making progress to deliver the strategic and operational key performance indicators (KPI's) aligned with the ERM.

The top three EMR risks are:

- Risk #1 Budget and cost trends;
- Risk #2 Facility planning and condition and maintenance; and
- Risk #3 Recruitment and retention

Risk #1 – Budget and Cost Trends

NSCAD will achieve a net positive budget year-end result in 2018 as mandated by the Board and province. The Spending Control Risk Impact Assessment (SCRIA) remains in place. Controlling NSCAD's spending is critical to stabilizing our financial health and long-term sustainability. The SCRIA process has enabled NSCAD to control spending and not implement a moratorium.

The Budget Advisory Committee has approved a balanced budget for 2018-19. The Budget Advisory Committee recommended projects and ideas for innovation and these have been included in the budget.

Risk #2 – Facility Planning and Condition Maintenance

Facilities planning and condition and maintenance continues to be the highest red status risk. The facilities strategy plan is progressing with the provincial government. Planning to intensify the NSCAD Port Campus continues and will be a priority as the condition of the Fountain Campus will not be fully compliant with *Bill 59 Accessibility Act*. Following the Rick Hansen Chamber of Commerce presentation, the NSCAD Senior Management Team (SMT) made a proposal to the Finance and Physical Resources Committee for NSCAD to take a leadership and early adopter role to commit to universal design and accessibility for the planning and construction of new NSCAD facilities.

Risk #3 – Recruitment and Retention

Recruitment and retention continue to be a sharp focus for the Senior Management Team. YTD applications are up 21% with completed applications. The Admissions Committee is working to review applications to make offers earlier than in previous years.

The President thanked the Board of Governors for the very positive feedback on the Peter MacKinnon education session on University Governance at the February Board meeting. Mr. MacKinnon provided feedback on his visit and offered his continued connection. He recognized the incredible turnaround of NSCAD University and our independence and our collective willingness to work together for a positive and sustainable future.

The President acknowledged the commitment of the SUNSCAD Executive and SUNSCAD members of the Board, thanking them for their insights and activism. We have all experienced positive progress being made at NSCAD. There are always challenges and frustrations but it is our gift to make positive change happen. The President wished the SUNSCAD members of the Board, Evan Cameron and Rafael MacDonald continued success and a sincere thank you for their contributions to NSCAD.

Through the Chair, the President introduced Lydon Lynch Architects, NSCAD VP Academic and Research, VP Finance and Administration and Director of Facilities to

present the extensive work that has been undertaken to plan for the optimization of the NSCAD Port Campus. This work aligns with NSCAD facilities strategy and is presented for information and an update to the Board.

14. In Camera

Motion: By motion of A. MacPherson, the March 29, 2018 meeting of the NSCAD Board of Governors moved in camera at approximately 5:35 pm. [BOG 326/18-21]

Motion: By motion of S. Kelly, the March 29, 2018 meeting of the NSCAD Board of Governors moved out of camera at approximately 6:30 pm. [BOG 326/18-22]

15. Out of Camera Motions

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

16. Other Business

No other business.

17. Adjournment

Motion: By motion of Alan MacPherson, the March 29, 2018 meeting of the Board of Governors adjourned at approximately 6:35 pm. [BOG 326/18-23]

18. Next Meeting

The next meeting of the Board of Governors will be held on Thursday, May 10, 2018.

*Recorded by K. Connor, Executive Assistant Governance & President's Office
Approved for internal circulation by J. Somerville, Board Chair on April 2018.*