



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

Regrets: Dianne Taylor-Gearing, Julie Nicholson

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

* Participated – Teleconference

1. Call to Order Establishment of Quorum

Meeting called to order at approximately 4:00 pm by Chair, J. Somerville. Quorum established.

2. Conflict of Interest

There was one area of conflict identified. Faculty will recuse themselves for the in camera NSGEU discussion.

3. Acceptance of the Agenda

The agenda was accepted as presented.

Motion: To approve the March 30, 2017 Board agenda as presented.

Moved by Matthew MacLellan, seconded. Carried. [BOG 318/17-10]

4. Approval of Minutes

No changes being requested, the minutes of February 16, 2017 are hereby declared adopted as a true record.

5. Business Arising – Minutes

The Chair advised there was no business arising from the February 16, 2017 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.

Matthew MacLellan on behalf of the Governance and Human Resources Committee (G&HR) requested the minutes of the March 21, 2017 G&HR Committee be removed for consideration.

Alan MacPherson on behalf of the Financial and Physical Resources Committee (F&PR) requested the minutes of the March 2, 2017 F&PR Committee be removed for consideration.

With these items removed, the remaining items of the Consent Agenda are declared adopted. These include the Statutory Remittance Certificate, the report(s) of the Advancement Committee of February 23, 2017, the SUNSCAD report and the Alumni Association report.

8. Consideration of Items Removed From Consent Agenda

Consideration of Items Removed from Consent Agenda – G&HR

8.1 Governance & Human Resources Committee

- Matthew MacLellan

8.1.1 Minutes – March 21, 2017 Item # 12 – Honorary Degree Committee Life Fellow Recommendations

M. MacLellan, Chair of the Governance and Human Resources Committee (G&HR) advised this matter will be dealt with in a Special Board meeting immediately following today's Regular Board meeting.

8.1.2 Minutes – March 21, 2017 Item # 13 – NSGEU In Camera

M. MacLellan, Chair of G&HR advised this matter will be dealt with in the Board's in camera session. Following the in camera session, an out of camera motion will be tabled.

8.2 Alan MacPherson
Chair, Financial & Physical Resources

Consideration of Items Removed from Consent Agenda – F&PR

8.2.1 Minutes – March 2, 2017, 2017 # 7 – Review of Proposed Annual Business Plan and Budget for 2017/18 and Tuition Increase 2017/18 Undergraduate and Graduate Programs

This matter will be dealt with in the Budget presentation.

8.2.2 Minutes – March 2, 2017 # 9 – Fountain Donation

On behalf of A. MacPherson, J. Somerville discussed this matter.

J. Somerville advised that NSCAD management undertook a review of this matter following an inquiry at the February 16th Board meeting as to whether NSCAD could apply the unspent Fountain donation against the credit facility and whether it could save in annual interest costs.

Management recommended that NSCAD does not apply the unexpended balance of the Fountain donation against the NSCAD credit facility at this time. In the event the Province no longer pre-pays the operating grant to NSCAD, it should be re-reviewed at that time along with associated risks.

M. MacLellan proposed interest savings may be realized if we pre-paid the mortgage. M. MacLellan and S. Johnson-Legere agreed to meet to discuss the matter.

9. Receive and Approve Budget 2017/18

S. Johnson-Legere opened the presentation by stating that this is the second consecutive year NSCAD has presented a balanced budget. S. Johnson-Legere stated that to achieve a balanced budget position has been challenging due to declining enrolments and costs escalating over revenues.

It was reiterated that enrolment growth is essential to a balanced budget and financial sustainability in the future and proceeding with a facility strategy is required in the near term for NSCAD's long term viability.

The Board was informed of the budget development process. The budget is guided on the NSCAD Strategic Framework 2015 – 2020 the MOU and Outcome Agreement between NSCAD and the Province of Nova Scotia, and the NSCAD Academic Plan. The Enterprise Risk Management process set the context for the budget.

The development of the 2017-18 budget has been a transparent process overseen by the Budget Advisory Committee.

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; and
- Implementing a hiring freeze for 2017-18 (no net new positions).

Achieving a balanced operating budget in 2017-18 is mandated by the Board of Governors and the Province as well as the *Annual Operating Budget and Balanced Financial Position Policy* which was approved by the Board at its November 2016 meeting.

The development of the 2017-18 budget has been a transparent process overseen by the Budget Advisory Committee, which is a Committee of the Office of the President. In addition, the Senior Management Team (SMT) held four half day retreats. The ability to achieve a balanced financial position in 2017-18 rests almost entirely on the ability to meet the fall 2017 enrolment targets and tuition revenues.

The budget paper states that the Provincial government grants are the largest sources of NSCAD's operating revenue at 57%. For fiscal 2017-18, for the third year in a row the Province announced a 1% increase in operating grants for the Nova Scotia University System. Nova Scotia

universities have a Memorandum of Understanding (MOU) with the Province which will provide confirmation of the grant for the university system for future years. The 1% annual increase is tied to NSCAD meeting pre-established outcomes.

In December 2015 the NSCAD Board of Governors approved a one-time tuition market adjustment that focused on eliminating the current flat fee structure at NSCAD which has been incorporated into this budget. NSCAD has phased the introduction of the tuition market adjustment over 3 years. This tuition increase is required to ensure that NSCAD can fund the cost escalations as detailed in the Budget Discussion Paper. The proposed increase is in alignment with university cost escalations and is consistent with planned tuition increases at other Nova Scotia universities.

The 2017-18 budget assumes steady state enrolment to the actual enrolments in 2016-17. Enrolment at NSCAD has been steadily declining the past several years. The NSCAD recruitment team has been implementing many new strategies to reverse these trends. In 2016 NSCAD commissioned a comprehensive review of its admission and enrolment processes. The review was conducted by Higher Education Strategy Associates (HESA). The review has provided a *Path Forward* plan to turnaround declining enrolment and recover from reputational damage caused by negative publicity.

Ian Austen, Board Senate representative reported that the Admissions Committee has implemented a new applications review process that has dramatically improves the process. Applicants are now receiving a response within days. This is very good news.

Following presentation and discussion, the motions were tabled:

Motion: To adopt the recommendation of the Financial & Physical Resources Committee thereby declaring the presented 2017/2018 Annual Business Plan and Budget approved by the Board of Governors.

Moved by Grant Machum, seconded. Carried [BOG 318/17-11]

Motion: Be it Resolved that NSCAD proceed with a 3% tuition increase in 2017-18 for both undergraduate and graduate programs.

Moved by Ross Cantwell, seconded. Jessica MacDonald voted against. Carried. [BOG 318/17-12]

10. President's Report

President Dianne Taylor-Gearing submitted a Board report covering the period to March 30, 2017.

J. Somerville highlighted the fact that progress has been made with Lord Cultural Consultants on the Feasibility Report for a new co-located facility with NSCAD and AGNS on the Halifax Waterfront. The draft report, commissioned by the Department of Communities Culture and Heritage will be available in April 2017.

A meeting was held with Halifax Port Authority on March 1, 2017. A proposal for NSCAD's intensification of the Port Campus was submitted following the meeting.

11. In Camera

S. Johnson-Legere, Ann-Barbara Graff, Linda Hutchison and James Barmby left the meeting for the in camera discussion.

Motion: By motion of Alan MacPherson, the March 30, 2017 meeting of the NSCAD Board of Governors moved in camera at approximately 5:00 pm. [BOG 318/17-13]

Motion: By motion of Dave van de Wetering, the March 30, 2017 meeting of the NSCAD Board of Governors moved out of camera at approximately 5:40pm. [BOG 318/17-14]

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

12. Adjournment

By motion Sean Kelly, the March 30, 2017 meeting of the Board of Governors adjourned at approximately 5:40 pm. [BOG 318/17-15].

13. Next Meeting

A special meeting of the Board will immediately follow today's regular Board meeting.

The next regular meeting of the Board of Governors will be held on Thursday, May 11, 2017.

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

Approved for internal circulation by J. Somerville, Board Chair on April 27, 2017.



BOARD OF GOVERNORS – Special Meeting

March 30, 2017 Meeting #319
MINUTES

Adopted: May 11, 2017

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

Regrets: Dianne Taylor-Gearing, Julie Nicholson

Invited: Sharon Johnson-Legere, Vice-President Finance and Administration

* Participated – Teleconference

1. Call to Order Establishment of Quorum

Meeting called to order at approximately 5:45 pm by Chair, J. Somerville. Quorum established.

2. Conflict of Interest

There was one area of conflict identified. Faculty will recuse themselves for the in camera NSGEU discussion.

3. Acceptance of the Agenda – Special Meeting

The agenda was accepted as presented.

Motion: To approve the March 30, 2017 Special Board meeting agenda as presented.

Moved by Rob Cameron, seconded. Carried. [BOG 319/17-16]

4. Consideration of Items Removed from the Consent Agenda

4.1.1 Minutes – March 21, 2017 Item # 12 – Honorary Degree Committee Life Fellow Recommendations

The Board committee received a memorandum that had previously been submitted from the Honorary Degree Committee, a committee of the President, to the Governance and Human Resources Committee

The memorandum referenced the By-Laws of the Nova Scotia College of Art and Design, Article X (3) – Life Fellows:

Life Fellow

- (a) The title and position of “Life Fellow” is hereby established. The Board may select each year individuals to hold for life the title of “Life Fellow”, such individuals who as faculty, alumni or practitioners, have made a significant, long term contribution to the art or cultural world.
- (b) Life Fellows shall be appointed at the Annual General Meeting from a list of nominees to be submitted by the Honourary Degree Committee, for Board approval.

The board was advised that to date, the status of Life Fellow has not been appointed nor conferred.

At the November 3, 2016 meeting of the Honorary Degree Committee, by motion, nominated the following four individuals for Board approval for the appointment to Life Fellow:

Professor Emeritus, H. Dennis Young;
Professor Emeritus, Walter Ostrom;
Dr. Rowland Marshall; and
Mrs. Audrey Hesson.

At the March 21, 2017 Governance and Human Resources Committee, the Honorary Degree Committee respectfully proposed these esteemed nominations for the appointment of Life Fellows.

The committee considered the timing and the fact that it might be wise to move forward with the appointments so that the nominees could be recognized at the April 28, 2017 convocation.

In order to deal with the matter in time for the April convocation, the Chair requested a special meeting of the Board following the March 30, 2017 regular Board meeting to conduct the business pertaining to the nominations for Life Fellows. Therefore, this special Board meeting has been convened.

The Board considered the role of Life Fellows and it was acknowledged this was an honorary recognition and the nominees would not form part of the Governance structure. They would be entitled to the same privileges as Life Governors and Honorary Governors.

Following discussion, the motion was tabled:

Motion: The Governance and Human Resources Committee puts forward the following names to the Board of Governors for appointment as Life Fellows:

Professor Emeritus, H. Dennis Young
Professor Emeritus, Walter Ostrom
Dr. Rowland Marshall
Mrs. Audrey Hesson

Moved by Cameron Jantzen, seconded. Carried.

5. In Camera

Rudi Meyer and Rory MacDonald left the meeting for the in camera discussion.

Motion: By motion of Matthew MacLellan, the March 30, 2017 Special Board meeting of the NSCAD Board of Governors moved in camera at approximately 5:50 pm. [BOG 319/17-17]

Motion: By motion of Alan MacPherson, the March 30, 2017 Special Board meeting of the NSCAD Board of Governors moved out of camera at approximately 5:55pm. [BOG 319/17-18]

6. Out of Camera Motion

The following out of camera motion was tabled:

Motion: The NSCAD Board of Governors approves the recommendation of the Governance and Human Resources Committee for the University's bargaining team to proceed to conciliation with a mandate of reaching an agreement with the NSGEU Union as discussed.

Moved by Matthew MacLellan, seconded. Carried

7. Adjournment

By motion Alan MacPherson, the March 30, 2017 Special Board meeting of the Board of Governors adjourned at approximately 6:00 pm. [BOG 319/17-19].

8. Next Meeting

The next regular meeting of the Board of Governors will be held on Thursday, May 11, 2017.

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

Approved for internal circulation by J. Somerville, Board Chair on April 27, 2017.