



Minutes of the Board of Governors June 27, 2024 (4:00 – 6:30 p.m. Via Microsoft Teams) Meeting #376

Attendance:

William Barker (Board Chair); Peggy Shannon (President); Kathryn Toope (Board Vice Chair); Mark Bovey; Marco Chiarot; Gary Edwards; Kelly Denty; Cheryl Hann; Kim Healy; Jim Horwich; John Keating; Sarah McInnes; Anthony Novac; Sylvia Parris-Drummond; Ken Rice; Sunil Sarwal; Owen Skeen; Dayna Sharkey; Chelsea Stilwell; Dave van de Wetering; Rudi Meyer.

Invited Attendees:

Bruce DeBaie (Chief of Staff); Leanne Dowe (Chief Financial Officer); Jude Gerrard (Ombudsperson); Kara Holm (Director - Advancement); Andrea Hunniford (Senior Project Manager); Jennifer Lewis (Director - Human Resources); Jana Macalik (VP – Academic & Research and Provost); Andy Murdoch (Director of Strategic Communications); Theresa Larkin (Interim Governance Administrator), Katherine Stanley (EA – Governance).

Other Attendees:

Undetermined number of uninvited individuals attended in the background of the Teams screen of one Board member.

Regrets:

None

1. Call to Order and Establishment of Quorum

Meeting called to order at 4:05 p.m. by B. Barker, Chair, with establishment of quorum.

2. Acknowledgements:

2a. Land Acknowledgement:

B. Barker, Chair, read into the record the Land Acknowledgement, which recognizes the First peoples on whose traditional territories we live and work.

2b. People's Acknowledgement:

K. Troope, Vice Chair, read into the record the People's Acknowledgment, which recognizes the loss of community and heritage of the African Nova Scotia residents of Africville.

3. Conflict of Interest – None declared

4. Acceptance of Agenda:

Amendments:

Item 11 – Addition of 11i to accommodate the Board of Governor's consideration of the Audit and Risk Oversight Committee's recommendation for approval of the Audited Financial Statements of NSCAD University

Item 12 - Addition of short statement on NSCAD's investment policy.

Motion: To approve the June 27, 2024, Board of Governor's meeting agenda as amended.
(*M. Chiarot*) Carried [**BOG-376/2024-20**]

5. Adoption of Meeting Minutes - Minutes adopted.

5.1 - March 14, 2024

5.2 - Special – SCSP - May 15, 2024

5.3 - June 2, 2024

6. Business Arising from the Minutes – None

7. Consent Agenda:

The following items were circulated under consent:

7.1 - Officer's Certificate – Finance

7.2 - Officer's Certificate – Facilities

7.3 - Officer's Certificate – Administrative Governance and Compliance

7.4 - Minutes: Advancement Committee (ADV)

- May 8, 2024
- May 23, 2024
- Q4 Advancement Results

7.5 - Minutes: Governance & Human Resources Committee (GHR)

- May 30, 2024

7.6 - Minutes: Financial & Physical Resources Committee (FPR)

- June 11, 2024

7.7 - Minutes: Audit & Risk Oversight Committee (ARO)

- June 20, 2024
- Enterprise Risk Management (ERM) Reporting Matrix

7.8 - Investment Policy Review, Sub-Committee of F&PR.

7.9 - Senate Report

7.10 - SUNSCAD Report (*No Report*)

7.11 - Alumni Report (*No Report*)

The Chair of the Board declared the consent agenda approved, with the following amendments:

Item 7.3 be removed from consent and discussed; and that

Item 7.8 be removed from consent and discussed alongside Item 12 on the full agenda.

8. Items Removed from Consent

7.3 - Officer's Certificate – Administrative Governance and Compliance

The Chair of the Governance and Human Resources Committee directed the Board to the *Officer's Certificate for Governance and Compliance*. This document has not appeared on the agenda for a year and is integral to responsibility and transparency regarding NSCAD's funds. The Chair of G&HR further directed the Board's attention to an entry listed on page two of the document, itself referring to '*noted exceptions*,' where the present report is 'Unknown at this time'. There will be more information on this to follow, and having this added to the agenda re-establishes key dialogue regarding this fiduciary responsibility.

9. President's Update

Dr. P Shannon

9.1 - President's Report

The president expressed gratitude to the Board for collaborating with her through a very fruitful and busy academic year and is now looking forward to working similarly on future plans. Describing the inter-dependencies between this report and the next two items on the agenda, the Capital Campaign, and the Seriously Creative Strategic Plan (SCSP), the President pre-grounded this report, that it lays out how forward planning and movement of NSCAD will realize the objective wins set out in the delivery of the plans.

Describing the plans, the Capital Campaign's goals and how they can be achieved, the President explained that NSCAD has already begun the process of tying the objectives within the Seriously Creative Strategic Plan to the Senior Management's goals and objectives. Performance goals for the year are now aligned and moving in the same direction, and the Capital Campaign's Comprehensive Workforce Plan backs this up by setting out, operationally, how to achieve the best outcomes. From the set-up of a professional fundraising office, based at the Port Campus, to plumping up resource in how engagement with prospective and current students is monitored and completed, these overlapping plans are the most ambitious in the history of NSCAD.

Working with the Advancement Director, the President explained that already NSCAD is identifying and moving efficiently towards obtaining the pledges needed to achieve Phase 1 of the Capital Campaign, which will enable the renovation and extension of the Port Campus.

Speaking to how these ambitious plans have been developed and how consultation has gone, the President further explained that there have been many opportunities provided for all staff, faculty, committee, and Board members to see and comment on the outlined goals and objectives of the strategic plan. More, that there is need for NSCAD to move towards a stance of sustainability and growth, to claim a place in the future of the art and design landscape in Nova Scotia, in Canada, and on the world stage.

The Chair spoke to the reception the plans have received, reporting that when speaking to individuals it has been obvious that people are happy and comfortable with the aspirations and what is offered as the future of NSCAD. There is a 'working plan' element to this that allows the President to move and respond operationally as needed throughout the process of delivering capital outcomes, and to continue to move forward year by year toward the targets, yet still adjust how that is achieved over six years.

The Chair of the Financial and Physical Resources Committee spoke to the plans, referring to them as 'stretch plans' that are destination driven, align goals to external funding outcomes, address former issues in resourcing to all student services, and carries longevity and sustainability for the material campus of NSCAD.

The Chair confirmed that the Capital Campaign and the Seriously Creative Strategic Plan have come to the Board on recommendation of three committees, and so support from the Governance side is strong.

The Chair of the Board called for a vote on the motions to support these plans:

9.2 - Capital Campaign

Motion: That the Board of Governors accepts the recommendations of the Advancement, Financial and Physical Resources, and Audit and Risk Oversight Committees to give final approval of the Comprehensive Capital Campaign Workforce Plan.
(M. Bovey/2nd C. Hann) Carried [BOG 376/2024-21]

9.3 - Seriously Creative Strategic Plan

Motion: That the Board of Governors accepts the recommendations of the Advancement, Financial and Physical Resources, and Audit and Risk Oversight Committees to give final approval of the Seriously Creative Strategic Plan.
(J. Horwich/2nd K. Rice; Abstaining: O. Skeen, & C. Stilwell) Carried [BOG 376/2024-22]

10. Review By-laws and governance policies (including committee terms of reference)

The Chair of the Governance and Human Resources Committee (G&HR) alerted the Board to the 'New Senate Constitution Proposal' document. The Chair of G&HR explained that this is a comprehensive review of the Senate, a body which has the right to shape academic policies and the conditions of academic work. Under the leadership of the Senate Chair, and the Senate Secretary, we now have a summary document which addresses amendments required to enable the Senate to remain accountable to their remit.

Motion: That the Board of Governors accept the recommendation of the Governance and Human Resources Committee to adopt the amendments outlined in the constitution and by-laws for the academic governance of the Nova Scotia College of Art and Design.
(D. van de Wetering/2nd W. Barker) Carried [BOG 376/2024-23]

11. Q4 Financial Statements

L. Dowe – CFO

Presenting the Q4 FS 2023/24 Summary document to the Board, the Chief Financial Officer delivered following high-level review:

The quarterly financial statements contain an overall variance analysis, showing NSCAD's current financial position, against this time last year, and the statement of changes in operating account and financing outflows against prior year and budget.

Revenues:

- Total Actual Revenues are up \$321,914 against last year's Actual Revenue
- Total Actual Revenues are down \$476,802 against the current year's budgeted target.

Expenses:

- Total actual expenses are up \$787,831 against last year's total actual expenses.
- Total actual expenses are down \$1,288,198 against this year's budgeted expenses, with a reserve amount of \$279,562 being drawn to assist with covering shortfall.

Net Revenue over expense:

- Current net revenue over expense this time last year: down \$481,917

- Current net revenue over expense as budgeted for this year: up \$795,396.

Overall: NSCAD is posting a deficit of approximately \$280,000 pending final audit adjustments, leaving NSCAD a little better off than budget.

Variables of note presented to the Board were the following:

- A shortfall of the expected tuition budget came down to an enrollment shortfall of 10 domestic FTEs, and 30 International FTE's.
- There was a shortfall to budget in government grants of \$200,000 due to the Canada Research Chairs that were unfilled in the current year. A corresponding salary expense savings to budget related to this vacancy offset this revenue shortfall.
- Investment income was higher than budgeted, which helped close the gap in the revenue shortfall this year.
- Ancillary enterprises continue to do well with extended studies, increasing their summer and March Break youth camps.
- On the expense side there were savings in academic compensation related to full-time faculty vacancies due to LOA, retirement, and unfilled CRC positions. These savings were offset by the increased part-time faculty costs to fill these roles.
- In Facilities, we had partial year vacancies and also slowed down on our A&R this year. Savings in utilities due to warmer weather and custodial due to staffing. Additional rental savings as common area costs were in-kind.
- Administrative expenses were under budget by \$286k as several roles were vacant in university relations and occupational health & safety. Bad debt expense was lower than budget and we did not spend the contingency of \$50,000. Computer services deferred a capital equipment purchase.

11i - Audited Financial Statements of NSCAD University

L. Dowe - CFO

The Chair of the Financial and Physical Resources Committee clarified the addition of this item as a Motion. The Audit and Risk Oversight Committee received the presentation of NSCAD's audited financial statements on June 25th, 2024. That committee is then to recommend the draft audit to the Board of Governors. Part of the process is for the Board of Governors to approve the draft, and then the sign off from the auditors can be completed. The vote from the A&RO committee to recommend to the Board had been pending via an email vote.

The Chief Financial Officer briefly presented the 2024 Financial Statements of NSCAD University, describing the four different funds that NSCAD reports on:

1. Endowment Fund
2. Capital Fund
3. Research Fund
4. Special Purposes Fund

The Chief Financial Officer reviewed the year-over variances on the Statement of Financial Position and the Statement of Operations.

Motion: The Board of Governors accepts the recommendation of the Audit & Risk Oversight Committee and approves the presented Audited Financial Statements and Audit Report for the fiscal year-end March 31, 2024.

Carried by email vote – July 22, 2024 [BOG 376/2024-24]

12. Budget for 2024-25 year, for discussion and approval

Dr. W Barker, Chair

J. Horwich, Chair F&PR

L. Dowe CFO

The Chair of the Financial and Physical Resources Committee (F&PR) opened the discussion on the 2024/25 Budget by referring the Board to a memo submitted to the agenda pack regarding this Motion carried forward to the Board from the F&PR Committee. The budget is complex, and this memo represents highlights of the budget that the Board should be aware of.

The Chair of F&PR explained that though the F&PR Committee has put forward this recommendation to accept the budget, in addition to the highlights listed, the document expresses the risk associated with running in deficit as a matter of course. Further, though there is no serious concern at this stage in regard to the deficit, the Reserve is a finite resource and so the risk will require careful monitoring.

The Chair of F&PR thanked NSCAD's CFO, L. Dowe, for completing the budget and the audit and bringing them to committee and now to the Board: 'It is an incredibly complex process, and a lot of hard work has gone into bringing this forward.'

Overview notes of the budget - as presented by the Chair of the Financial and Physical Resources Committee:

- This year's budget serves to remind that NSCAD's financial sustainability is the issue on the table. This stands in direct connection to the Seriously Creative Strategic Plan, having just been approved for delivery.
- The strategic plan has a long-term viewpoint, with a flexible operating matrix contained within it.
- Delivery of operations themselves have a shorter timeline and less flexibility.
- The budget cannot be an aspirational document, it is the projection of the operating results. The Seriously Creative Strategic Plan does balance this out with its timeline and its flexibility.
- Implementing the aspirational timeline of the Plan can assist NSCAD to make the necessary shorter term operational decisions needed over the next three to five years and move toward the goals contained within the plans - a balanced budget.
- When we discuss here the structural deficit, what we are really saying is that costs are increasing at a faster rate than revenues.
- We are noting that this is the prevailing risk factor for discussion today, and that there are already plans and actions to bridge this issue.

The Governance and Human Resources Committee Chair (G&HR) added thanks to the F&PR Committee and said that the process for achieving this level of detail, and the checks and balances required for the budget to travel through to the Board ensures accountability and rigour in the figures presented for approval. It vital that this accountability be a feature of the process, and that all committees and other

structures at NSCAD need to be as thorough in their own governance. It is the responsibility of the governing bodies to ensure this happens. The Chair of G&HR concluded by acknowledging that this memo and the discussion here at Board coming from the F&PR Committee is an important part of that accountability.

The Vice Chair of the F&PR Committee clarified that the committee had full confidence in how the administration at NSCAD was conducted, how impressed the committee was with the accuracy and 'to the dollar' accounting presented in the budget, and there is no implication brought to the Board with this memo that something is not being done right. There are factors outside of NSCAD's control which contribute to the deficit, not least the which was the impact of Provincial legislation towards funding. Furthermore, it was reiterated that the President's ambitious plans, also on the table at Board, respond well to these issues arising.

The Chair of the Board thanked all involved and called for the vote.

Motion: To accept the recommendation of the Financial & Physical Resources Committee that the Board of Governors approve the 2024-25 budget as presented and in consideration of the F&PR Committee chair's memo on risk. The budget has been prepared and presented using the assumption of carrying a structural deficit. Where required, funds will be allocated from the operating reserve to fund the deficit.

(J. Horwich/2nd W. Barker) Abstained: Owen Skeen. Carried [BOG 376/2024-25]

Proposed Motions on NSCAD Investment Policy:

[The following discussion was introduced at this stage by the Chair of the Board, regarding two motions regarding NSCAD investment practices that had been brought to the June 3, 2024 meeting of the Board, and then was also further discussed at the June 11, 2024 F&PR Committee meeting, and then brought again by email request for this meeting]

The Chair spoke to the issue of the proposed motions on NSCAD investment practices, and the manner in which the request has been undertaken. The proposed motions were brought to a meeting intended for an executive training session, and so the discussion was set aside to be taken to the F&PR Committee. These proposed motions and outcomes are now on the agenda for at the appropriate Committee with an intention to begin the process of unpacking and reviewing NSCAD's current investment policy.

Continuing, the Chair spoke to how the current investment policy sets a high bar in relation to ethical practices. In discussion with Committees and other members of the Board, it has been seen as timely for a review of how these policies are working and the initiative to begin the process, as brought on by the proposed motions, is very welcome. Where the emailed motion proposals stand as a revision to those already at Committee in one case, and a political statement in the other, it is for these reasons that the proposed motions received via email for this meeting could not be added to this meeting's agenda. The Chair reiterated that the review of investment policy is being discussed, and that action in relation to the proposed motion is going ahead.

[At this point in the meeting a Point of Order was raised by the Vice Chair of the F&PR Committee that several unidentified attendees were visible in the background of O. Skeen's screen. Clarification was

sought in regard to this, and if they were there by invite and that they be named. Further, several members raised the question including, NSCAD's President, as to whether or not they were students.]

Discussion on the Point of Order:

O. Skeen responded to this query, by raising new issues: a) a correction on pronouns being used; b) a comment expressing disagreement on how motions are raised; and c) expressing a challenge to the decision of the Chair in regard to not accepting these proposed motions at the Board.

The Vice Chair of the F&PR Committee revisited the Point of Order and requested to know who the unknown individuals were, and whether or not they should be in an invite-only meeting of the Board. The Chair explained that this meeting was presented as private, and it is clear that O. Skeen has a crowd with him and that this will become a further problem once the meeting goes In-Camera and is inappropriate to the situation.

The Vice Chair of the F&PR Committee added that permission to include uninvited attendees was not sought, and there was no way of knowing who is in attendance, and there has been no direct response to the question about who is in the meeting.

The Chair agreed with the last point and formally requested that O. Skeen find a private space if he were to continue in the meeting.

Motion: That the Board of Governors ask O. Skeen to remove himself to a private space for the duration of the meeting, otherwise he can be removed from the meeting.
(Dr. B Barker) Against: C. Stilwell; O. Skeen; S. Sarwal. Carried [BOG 376/2024-26]

[The June 27, 2024 Board of Governors meeting took a five-minute break at approximately 5:45 p.m., and reconvened at approximately 5:50 p.m.]

Motion: That the Board of Governors agree to discuss **Items 13**, and **14** after the In-Camera Items are covered.
(S. Sarwal/2nd K. Rice) Abstentions: O. Skeen Carried [BOG 376/2024-27]

13. Board Nominations to be made at AGM, for Consideration and Approval and AGM Planning Items

Dr. W. Barker, Chair

D. van de Wetering, Chair G&HR

Action on this item occurs after Item 16.

14. Other/New Business

Dr. W. Barker, Chair

Action on this item occurs after Item 16.

15. In Camera

Personnel matters arising - Board moved In-Camera to discuss.

Motion: By motion of P. Shannon, the June 27, 2024 Board of Governors moved In-Camera at approximately 5:56 p.m. Carried **[BOG 376/2024-28]**

Motion: By motion of D. van de Wetering, the June 27, 2024 Board of Governors move Out-of-Camera at approximately 6:00 p.m. Carried **[BOG 376/2024-29]**

16. Promotions and Appointments – Out of Camera Motions

16.1 i- Regular Full-Time Faculty Appointments

Motion: That the Board of Governors accepts and approves the recommendation of the Governance and Human Resources Committee, acting under the Collective Agreement, Article 14.1.7, to appoint **Nora Renick Rinehart** and **Ufuk Gueray** to a Regular Full-Time Position at the rank of Assistant Professor, effective July 1, 2024.

(D. van de Wetering/2nd W. Barker) Abstentions: M. Bovey; R. Meyer - Carried [BOG 376/2024-30]

16.1 ii - Two-Year Limited Full-Time Faculty Appointments

Motion: That the Board of Governors accepts and approves the recommendation of the Governance and Human Resources Committee, acting under the Collective Agreement, Article 14.1.7, to appoint **Patryk Stasieczek** to a Two-Year Limited Term (0.66) position at the rank of assistant Professor, Media Arts (Photo) effecting July 1, 2024.

(D. van de Wetering/2nd W. Barker) Abstentions: M. Bovey; R. Meyer - Carried [BOG 376/2024-31]

16.1 iii – Promotion

Motion: That the Board of Governors accepts the recommendation of the Governance and Human Resources Committee, acting under the Collective Agreement, Article 15.03(B), approves the promotion of **Craig Leonard to full Professor, effective July 1, 2024.**

(D. van de Wetering/2nd W. Barker) Abstentions: M. Bovey; R. Meyer - Carried [BOG 376/2024-32]

16.1 iv - Change to Appointment

Motion: That the Board of Governors accepts and approves the recommendation of the Governance and Human Resources Committee, acting under Article 16.10(A) of the Collective Agreement, that the appointment of **Kim Morgan** change from regular Full-Time, to 66% Regular Pro-Rated, effective July 1, 2024.

(D. van de Wetering/2nd W. Barker) Abstentions: M. Bovey; R. Meyer - Carried [BOG 376/2024-33]

17. In Camera:

[Called to discuss President's Goals and Objectives, and the Annual Performance Review of the President and Compensation] - Board only excluding president.

Motion: By motion of D. van de Wetering, the June 27, 2024 Board of Governors moved In-Camera at approximately 6:04 p.m. Carried [BOG 376/2024-34]

Motion: By motion of D. van de Wetering, the June 27, 2024 Board of Governors move Out-of-Camera at approximately 6:25 p.m. Carried [BOG 376/2024-35]

18. Out of Camera Motions:

18.1 – Annual Goals and Objectives

Motion: That the Board of Governors accepts the recommendation from the Governance and Human Resources Committee to accept the President's Annual Goals and Objectives as attached for the academic year 2024-2025.

(D. van de Wetering/2nd S. Parris Drummond) Abstentions: A. Novac; O. Skeen - Carried [BOG 376/2024-36]

18.2 – Annual performance review of the president and compensation

Motion: The Board of Governors approves the 2024/25 compensation for the President as outlined by the Chair of the Board and guided by the metrics of the 2024/25 President's Annual Goals and Objectives.

(D. van de Wetering/2nd S. Parris Drummond) Abstentions: R. Meyer; O. Skeen; A. Novac - Carried [BOG 376/2024-37]

[The meeting then picked up and discussed deferred Items 13 and 14]

13. Board Nominations to be made at AGM, for Consideration and Approval and AGM Planning Items

Dr. W. Barker, Chair

D. van de Wetering, Chair G&HR

The Chair of the Governance and Human Resources Committee updated on the upcoming Board nominations, and the current position for the AGM in the autumn: there is one Governor-at-large position, and two Governors-in-Council positions to fill. Other nominations required from the G&HR Committee are for the Chair, Vice Chair, and Committee Chairs.

The Chair further clarified that the Governors-in-Council should be appointed by the end of August, and they will join for the first Board meeting of September, and then also join the AGM. Over the summer there will be work done to establish Chairs for 2024/25.

14. Other/New Business

Dr. W. Barker, Chair

The Chair asked if there was any new business. O. Skeen read out a Motion, requesting that NSCAD's Investment Portfolio be disclosed publicly in its entirety.

The Chair proposed that the content of this motion is already being actioned within the F&PR Committee, with the outcome being a proposal to set up a sub-committee to review NCAD's investment policy, and so the Board is not prepared to vote on this. In particular, this is an important initiative and an opportunity for NSCAD to review this policy, and the risk is that it might get voted down if moved today.

Discussion took place, with many Board members in agreement that this motion, asking for full disclosure of the NSCAD investment portfolio, is actively being engaged at the F&PR Committee, with its own motion to set up an investment review committee as a pre-cursor to potential further action.

The Vice Chair of the F&PR Committee spoke to the issue and indicated that it is entirely incorrect to suggest that NSCAD is not looking at this. A motion has already come out of the June 11, 2024 F&PR meeting, and it would be inappropriate for a Board to pass a motion already being discussed at committee. A point raised here was in regard for where the investment funds are coming from. As discussed at the June 11, 2024 F&PR meeting, the Endowment funds that are covered by the policy in question are entirely made up of philanthropic donations to the university. They do not – and cannot – come from tuition revenue surpluses (if there were any). The F&PR Committee have taken this seriously and it is the intention that the Committee move forward with a recommendation to the Board in regard to this at the right time.

R. Meyer interjected with a matter of process, that if the proposed motion were on the table and seconded, and that if it was to be voted on and defeated, then the topic would be at an end. If it were to proceed as is at the committee level, then discussion could continue and eventually a motion could then come to the Board as a result.

The Chair recommended to the proposer that the motion be withdrawn, and let the discussion take its course at the F&PR Committee. The proposer expressed the wish to continue with the motion and added that if it were ruled out of order, then they would oppose the ruling of the Chair.

[At this point, the meeting was significantly overtime and the Chair re-established quorum, then agreement from the members that the meeting can continue – the meeting continued]

The Chair reiterated that if the proposed motion is voted on now, and defeated, that it cannot go back to committee either, and that it will be finished. C. Stilwell requested that the motion be tabled back to F&PR, and also that they be able to meet with committee members who could help with wording and appropriate delivery.

The Chair responded that it was agreed that the discussion could continue in F&PR Committee, that as Chair he would write a note to the Chair of the F&PR Committee recommending that this issue not be dropped.

The Chair of the Board then ruled the proposed motion Out of Order.

O. Skeen responded that the proposed motion could be withdrawn if there was a separate motion from the Board to create a special Board of Governor's meeting prior to September 1, 2024.

The Chair called for a motion to withdraw the previously proposed motion.

Motion: To withdraw the proposed motion from the table.

(K. Healy/2nd A. Novac) Opposed: O. Skeen; Abstain: C. Stilwell - Carried [BOG 376/2024-38]

O. Skeen then made another proposed motion to call a Special Board of Governor's meeting between now and September. The Chair responded that this is achievable as stated in the By-Laws when a couple of members of the Board approach the Chair and request a meeting be scheduled, and that there were people here willing to support this if a call were made for it.

O. Skeen then proposed another new motion, reading it out, and explained this motion differs from the previous one in which it is calling for NSCAD to follow the investment policy as it currently exists, and that there is a belief that NSCAD is not necessarily congruent with its own policy, and that the Board re-assert that the policy be followed going forward. Discussion ensued.

J. Keeting raised an objection to consideration of the question, the latest proposed Motion, based on there being no evidence provided in order to vote on the matter.

The Chair then objected to the proposed motion and called it out of order.

O. Skeen challenged the ruling of the Chair.

R. Meyer clarified that the ruling on an objection to consideration of the challenge cannot itself be challenged. If the Chair has ruled it out of order, after objection to consideration of the question, that vote of order cannot be challenged.

Other New Business:

The following Motion from a previous G&HR Committee meeting item was set to the Board of Governors via an e-vote:

Motion: That the Board of Governors accept the recommendation of the President, and the Governance & Human Resources Committee, for Senior Leadership to receive compensation increases in accordance with the budget available, at a minimum of the percentage of the cost-of-living increase in the non-union group and the current maximum cap for 2024.

Carried by email vote – July 03, 2024 [BOG 376/2024-39]

19. In Camera – General Reflections

No action on this item

20. Adjournment:

The Chair called for a motion to adjourn.

Motion: That the June 27, 2024 Board of Governors meeting be adjourned.

(K. Healy) Carried [**BOG 376/2024-40**]

The Board of Governors June 27, 2024 adjourned at approximately 7:13 p.m.

Next meeting - TBC

Minutes prepared by K. Stanley – EA Governance