

Voting Members Present with Carol Ryder in the chair were Dr. Mark Clintberg, Dr. Cassandra Dam, Patti Dibski, Susanne DiCocco, Dr. Daniel Doz, Dr. John Faul, Chi Iliya-Ndule, Stewart Hanlon, Iain Howe, Amanda Hu, Ashif Merani, Jamie Russett, Rickee-Lee Webster

Non-Voting, Ex-officio Member: Andrea Power, Secretary to the Board of Governors

Regrets: Spil Kousinioris, Sheila Taylor

Guests: Reid Cummings, non-governor Finance and Audit Committee member; Jill Brown, Vice President Administration; Jamie Leong-Huxley, Vice President Advancement; Dr. André Plante, Vice President Academic and Provost; Nicole Hamilton, Executive Director, Continuing Education and Professional Development

Observers: Lisa Cerny, AUPE representative, and Adele Schatschneider, Bookstore

The Chair welcomed all members, guests and observers to the meeting, read the Treaty 7 Land Acknowledgement and then called the meeting to order.

1. Approval of Agenda

MOVED by A. Hu and SECONDED by M. Clintberg:

THAT the Board of Governors approve the draft December 9, 2020 Board of Governors agenda, as presented.

CARRIED

2. Consent Agenda

THAT the Board of Governors approve the October 28, 2020 Draft Board Meeting Minutes, as presented.

THAT the Board of Governors receive the Cabinet Report, as presented.

THAT the Board of Governors approve the revised Code of Conduct, as presented.

THAT the Board of Governors receive the Enterprise Risk Management Report, as presented.

Approved by CONSENT

There were no questions.

3. Board Chair's Report

The Board Chair provided a written report and there were no questions.

4. President's Report

The President and CEO verbally reported the following:

- Very pleased to acknowledge the remarkable work that everyone has done this Fall semester – students, faculty and staff. It has not been easy, but we have been able to move forward with all that has been happening.
- Key activities/foci currently are:
 - Budget process for 2021-2022 continues and the assumptions have been established and will be brought forward in due time.
 - Equity, Diversity and Inclusion (EDI) work is continuing.
 - Preparing for the winter semester with the pandemic continuing. There will be a briefing from the government on potential new restrictions and if there will be any additional impact to Post-Secondary Institutions (PSI).
 - The manager's survey was completed, as a follow-up and it was recommended that as of January 2021, as much as possible, there would be no scheduled group work meetings on Fridays after 10am. This to ensure staff have dedicated work time.
 - The PSI system review (Alberta 2030) is ongoing and there was a recent meeting of the Board Chairs and Presidents to receive an update from the Minister. It is anticipated the consultant recommendations will be presented to the government in the new year.

5. Board Committee Reports

5.1. Finance + Audit Committee

The Committee Chair, Stewart Hanlon, provided the committee update, noting the following:

- The committee last met on November 24, 2020 and Reid Cummings chaired. Congratulations and thanks were extended to the Finance team on the 2019-2020 Annual Report.
- The Risk Management Report identified 19 risks.
- Outstanding audit recommendation was briefly discussed, noting this was to be confirmed within 3 years.
- No senior management expenses reported.
- Enrolment is being monitored for Winter 2021 and faculty vacancies are being addressed through sessional faculty. 2 full-time faculty have been hired for Fall 2021, and more are expected to be hired before Fall 2021.
- Computing and Technical Services (CTS) are monitoring to determine if support is needed in the evenings.
- Reviewed the investment and cash management reports, which are stable, and the portfolio is in good shape.
- The university is still planning to have 21 sessions offered on campus in the new year. Classes will resume on January 11 and any in person classes will commence on January 18, which is beyond the date of the current restrictions. Also exploring the potential to open studios to

senior year students. All 21 in person classes have a plan to deal with any changes in covid restrictions.

5.2 Advancement Committee

The Committee Chair, Patti Dibski, noted the following:

- The committee last met on November 18, 2020 and the meeting focused on the Boost-A-Student fundraising program, which has generated (to date) over \$40K and \$80K with matching funds. Thanks to the Board Chair for connecting with current and former Board members. The hope is to have 100% of Board members donating. All Board members have made a commitment to donate. Hope to attain the goal of \$50K before December 31, 2020. Board members are encouraged to reach out to all contacts. The Student Association have just approved a \$1000 donation to the fund. There has been solid participation from faculty at the university in the fundraising program.

5.3 Governance and Human Resource Committee

The Committee Chair, Amanda Hu, noted the following:

- The committee last met on November 17, 2020 and many of today's Board agenda items were discussed by the Governance and HR Committee and recommended to the Board.
- A new document, prepared by one Board member in relation to the draft Meeting Agenda Guidelines, was discussed and it was agreed that the new document should be sent to the Chair of Governance and HR for review.

6. AUArts Annual Report, year ended June 30, 2020

The Ministry of Advanced Education requires all Post-Secondary Institutions receive Board of Governors approval on their Annual Reports before submitting them to the Ministry. There was a very fulsome review of the Report by the Finance and Audit Committee. Ms. Brown provided document highlights and then the Board of Governors fully discussed the Report.

On behalf of the Finance and Audit Committee:

THAT the Board of Governors approve the AUArts Annual Report, year ended June 30, 2020, as presented.

CARRIED.

7. Rescind: Board of Governors Awards and Scholarship Policy

To avoid confusion that the Board of Governors are responsible for award and scholarships it was felt prudent the Board of Governors Awards and Scholarship Policy be rescinded. The Office of Student Affairs will continue to manage the awards and scholarships as they have been doing, including the Graduating student awards. The Vice-President of Advancement, in conjunction with the President and CEO, will review the Alumni Award and the associated procedures.

On behalf of the Governance and HR Committee:

THAT the Board of Governors approve the recession of the Board of Governors Awards and Scholarship Policy, effective immediately.

CARRIED.

8. Draft Meeting Agenda Guidelines

The Board of Governors Terms of Reference state the following with respect to Board meeting agendas:

3.2 Agenda: The Board meeting agenda includes: a consent agenda, consisting of reports for information; a report from the Board Chair; a report from the President and CEO; reports from Board committees, including recommendations for Board motions; business arising; and, an in-camera session.

To further support the Board of Governors Terms of Reference, it is incumbent on the Board to establish guidelines to ensure agendas are constructed in accordance to a Board approved approach.

On behalf of the Governance and HR Committee:

THAT the Board of Governors approve the draft Board of Governors Meeting Agenda Guidelines, as presented.

CARRIED.

In discussion of the draft Guidelines, the following was noted:

- One member requested that the motion be deferred until a new document is presented to the Governance & HR Committee. A summary of the new document was provided.
- A clear understanding of the guidelines was presented to Board members and why this is being brought forward at this time.
- As there was a motion on the table, the vote proceeded, and the motion was approved.

9. AUArts University Continuity

9.1 Recovery Management Team

Ms. Brown provided a brief update noting the following:

- The Recovery Management Team will continue to operate in the new year.
- To date there have not been any covid cases on campus and the protocols appear to be working well; with many lessons learned.
- The Library will remain closed to physical access with curbside pick up only.
- The ability for contact tracing by employers is limited and it is hoped that the enhanced process control maps for all – faculty, students, and staff – will assist in the various scenarios.

9.2 Post-Covid

As there has been a considerable investment of resources (such as hours of work) by everyone at the university during the pandemic, there will be a need to thoroughly examine what AUArts may look like post-covid. The question we will need to ask ourselves this up-coming winter semester is: Do we go back to the way we were prior to the pandemic, and if not, what does it look like? A follow-up is to explore how can we leverage what we have learned during the pandemic.

10. Reports

10.1. General Faculties Council Report

Dr. Mark Clintberg provided a written report and there were no questions.

10.2. AUArts SA Report

Rickee-Lee Webster provided a written report and there were no questions. There was a query regarding Board reports being posted online for the community. It was confirmed the Board meeting reports are provided to the Board for information only and they are not prepared to be shared with the community.

10.3 AUFA Report

Dr. Cassandra Dam provided the following verbal report:

- A written Faculty Association report will be shared after the meeting.
- Faculty fatigue continues.
- An informal report was prepared by Dr. Dam which focused on what is working and not working for faculty. The report and recommendations were to be received by the Provost and School Chairs, not the Board of Governors. The report will not be presented to the Board of Governors as this is operational.

10.3. AUPE Report

Iain Howe provided the following in addition to the written report submitted:

- Arbitration awarded 1% pay increase – which is a positive sign but may be faced with a cut in the future.
- Expressed concerns for staff that will be supporting students and faculty in the studio classes this winter. The institution will need to continue to remain cautious with all protocols.
- There is a need to address mental health for all staff. It was noted that all AUArts employees and their families have access to Homeward Health. There are many resources and modes of support through Homeward Health and they have been widely promoted.

11. Business Arising

11.1. Budget: Student computer donation program

A written report was provided and there were no questions.

11.2 Timeline: Indigenous Framework

A written report was provided and Board members were directed to the AUArts website for further information on the Lodgepole Center (<https://www.auarts.ca/about-auarts/lodgepole-center>). The Indigenous framework is under construction and the next step will be to have consultation with Elders and others. The plan is anticipated to be finalized in spring 2021.

The open session of the Board of Governors meeting adjourned at 6:05pm.

12. In Camera Session

The Board of Governors went in camera at 6:10pm.

13. Adjournment

The In Camera meeting adjourned at 6:45pm.