

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

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

Guests: Jill Brown, Vice President Administration; Nicole Hamilton, Executive Director, Continuing Education and Professional Development; Jamie Leong-Huxley, Vice President Advancement; Dr. Alex Link, Associate Vice President, Academic; and Carissa Cameron Matthews, Director, Office of the Provost

Observers: Dylan Morley-Johnson, Student Leadership Council - Painting Representative; Portia Scabar, Student Leadership Council - Glass Representative; Sarah Grodecki, Student Association Executive Director; Kayla Gayle, Student Association Vice President of Academic Affairs, and SA rep on GFC; Levin Ifko, Student Leadership Council - MADT Representative; Mary Snow, Student; Lisa Cerny, AUArts AUPE Chapter 006 Chapter Chair; Maggie Yuan, incoming SA representative for Illustration; Emma Guido, Student; Kimberley Neutens, Associate Vice President Student Affairs; Justin Waddell, incoming AUArts Board Member; Shimara Hogarth, student; Tammy Paul, EA to the President and CEO; Janira Moncayo, student

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

The Chair, Board of Governors, asked that agenda item #9. Faculty Research Presentation be moved after agenda #11. 2019-2020 Student Association Audited Statements & 2021-2022 Student Association Budget.

MOVED by A. Hu and SECONDED by S. Taylor:

THAT the Board of Governors approve the draft April 14, 2021 Board of Governors agenda, as amended.
CARRIED

2. Consent Agenda

THAT the Board of Governors approve the February 10, 2021 Draft Board Meeting Minutes, as presented.

THAT the Board of Governors receive the General Faculties Council (GFC) Report, as presented.

THAT the Board of Governors receive the AUArts Student Association (SA) Report, as presented.

THAT the Board of Governors receive the Alberta University of the Arts Faculty Association (AUAFA) Report, as presented.

THAT the Board of Governors receive the Alberta Union of Provincial Employees (AUPE) Chapter 006 Report, as presented.

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

Approved by CONSENT

In response to questions on the Consent Agenda items, the following was noted:

- There were questions on the climate survey appended to the Faculty Association Report. The Board Chair will discuss the Faculty Association climate report with the President of the Faculty Association, and this will be further discussed at the Governance and HR Committee.
- There was a query regarding the elimination of the Vice President, Academic and Provost position, which was not on the consent agenda.
- The President's Performance Review process was brought up by a Board member in relation to the Climate Survey, as the results relating to the President/CEO were concerning to that member. It was confirmed that a sub-group of members of the Governance and HR Committee would develop an annual matrix of goals and objectives for the performance review for the President and brought forward to the Board.
- There was a query regarding the student computer donation program, which was also not on the consent agenda, and if there was an opportunity to donate the extra computers to faculty. The computers available for donation are stand-alone CPUs and not Mac, which is primarily what faculty use. Faculty professional funds have been made available for additional computer purchases.
- It was noted that discussions on the consent agenda must be contained to the items on the agenda to be respectful of all Board members' time and allow proper preparation by all.
- It was noted that for amendments to the draft Board of Governors meeting minutes, the minutes must be removed from the consent agenda at the time the agenda is approved.

3. Board Chair's Report

The Board Chair provided a written report and the following was discussed:

- One additional government meeting was held, and the government is optimistic with respect to a Fall 2021 in person return to class; however, there are concerns for vaccination and the variants.

4. President and CEO Report

The President and CEO verbally reported the following:

- The university is currently preparing the 2021-2022 budget, after receiving the grant agreement. The final budget will be presented to General Faculties Council on April 28 and then the full Board at the May 18 meeting. Several factors have gone into preparing the

budget, including assumptions, domestic and international enrolment projections, to name a few.

- The recent academic leadership restructure is in keeping with the pending changes brought by Alberta 2030 and the recurring budget reductions. The restructure is an approach to 'right sizing' the academic leadership. The incumbent position of the Vice President Academic and Provost was terminated, and the current structure will be replaced by a three-Dean structure, which will oversee the academic areas. It is the goal that the three Deans would have shared responsibility in several key areas (e.g. strategic enrolment management, WIL activities...). The university and the Board will receive continuing updates on the restructure and the next update will be released on Friday, April 16. Kim Neutens will be the Dean of Students; Nicole Hamilton will be the Dean of Innovation, Learning and Development; and a search for the Dean of Academic Programs will be conducted soon. Dr. Alex Link will oversee this position until the search is complete. The Dean of Innovation, Learning and Development spoke to the expanded role for innovation, noting the importance for non-degree credentials as seed for credit courses. The university has been successful in securing government funding for a micro-credential program in animation. Micro credentials allow for stackable credentials which are fundamental to the university.
- The Reform of Agencies, Boards and Commissions Compensation Act (RABCCA), through an Order in Council, surprised many in the Alberta PSI when it established a seven-level base salary model for designated executives, in essence a salary cap for 3 layers down. There is however the possibility to apply for some exemptions. At this point, none are needed for AUArts as all administrative positions are well below the newly defined thresholds. AUArts is in the Tier 1 grouping as the only urban university.
- There was a query with respect to the change in academic leadership and if this was a violation of the Board of Governors Bylaws. It was confirmed the Bylaws had not been violated and the provisions for making changes to the duties of the academic leadership of the university was provided for in the Delegation of Authority Policy, which had been approved by the Board of Governors. There will be further information on the restructure provided to Board Governance and HR, Board of Governors, General Faculties Council and the AUArts Community in the coming months.

5. Board Committee Reports

5.1. Finance and Audit Committee

A written committee report was presented by the Committee Chair, and there were no questions.

5.1.1 Overview process for the AUArts Budget

An overview of the process for the AUArts Budget was provided by the Vice President Administration. In discussion of the presentation, the following was noted:

- Regarding the potential 5% budget reduction for the new Work Integrated Learning (WIL) measure in the Investment Management Agreement, it was confirmed that more details would be discussed at the May Board meeting.
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- The Finance and Audit Committee Chair provided an overview of the role and responsibilities of the Finance and Audit Committee and the work it does, on behalf of the Board of Governors, as it relates to the budget.
- The General Faculties Council, as per the PSLA, has an opportunity to make a recommendation to the Board on the budget.
- The budget that is presented to the government must be a balanced budget for the next three years.

5.2 Advancement Committee

The Committee Chair noted the following:

- The committee met last on April 1, 2021 and received an update on the Boost-A-Student fundraising program, the first meeting of the Honorary Degree Committee, and the Department of Advancement priorities.

5.2.1 Boost-A-Student

An overview of Boost-A-Student was provided by the Committee Chair and the Vice President, Advancement, and the following was discussed:

- A Board member spoke further to the concerns relating to risk management and the Board's relationships with donors as they relate to the student response for the Boost-a-Student awards funds. It was agreed this was an administrative item for the President and CEO to respond to.
- One Board member called a point of order on the matter, and again the point of order was confirmed. Discussion on the SA letter ceased.
- It was noted that Board meetings, when held in person, could have an extended time to allow for more in-depth discussion on certain topics. These meetings would have a dinner break provided.

5.3 Governance and Human Resources Committee

A written committee report was presented by the Committee Chair, and the following was noted in the discussion:

- The goals and expectations of the President's review was noted. A sub-group of the Governance and HR Committee would develop an annual matrix of goals and objectives for the performance review for the President and brought forward to the Board, in due course. This would be completed after the pending changes to the PSLA.
- The President and CEO noted that, in the past, the President did bring forward goals and objectives to the Board; however, the contract for the President is now controlled by the government.

5.4 Honorary Degree Committee

In discussion of the inaugural Honorary Degree (HD) Committee meeting, the following was noted by the Chair:

- The first meeting was held on March 22. The committee confirmed the timeline for the Call for Honorary Degree nominations, preparation of a ranking for nominations and confirmed the

desire to prepare a process to rescind an HD. Recruitment of HD nominations was discussed and will be further discussed by the President, Vice President, Advancement and the University Secretary.

6. 2021-2022 Board and Committee Meeting Schedule

The Governance and Human Resource Committee Chair presented the 2021-2022 Board and Board Committee meeting schedule. There was no discussion.

On behalf of the Governance and Human Resources Committee:

THAT the Board of Governors approve the Draft 2021-2022 Board and Board Committee meeting schedule, as presented.

CARRIED

7. AUArts University Continuity

The President and CEO provided a verbal update on the university continuity and the following was discussed:

- The government has confirmed it would like to have all PSI back on campus in Fall 2021. The Recovery Management Team (RMT) is working on a variety of scenarios for Fall 2021 and a recommendation will come to Cabinet for approval. An announcement to the university community will be made, following the approval. The General Faculties Council Academic Planning and Oversight Committee (APOC) has forwarded a recommendation to RMT and it is anticipated to have an announcement in a couple of weeks.
- There is the potential to have certain courses remain online and this is currently under review.

8. Business Arising

There were two items arising from the February 10, 2021 Board meeting.

8.1 Mawer Investments and ESG Principles

Mawer's Responsible Investing Policy (ESG) was provided to the Board members and the Chair, Finance and Audit Committee provided a brief overview of the ESG principles.

8.2 International Student Scholarship and Bursary Income

At the Board of Governors meeting on February 10, 2021 there was a question regarding international students and bursaries and scholarships as it relates to income; particularly since international students have a limited ability to earn income in Canada. It was confirmed that AUArts does not withhold tax on scholarship, bursary or award payments, but is obliged to complete and submit T4s (cc'd to the student) for international as well as domestic students. AUArts must disclose the full amount of award payments

for the year in box 105 “Awards”. Whether that is taxable or not is dependant on each student’s personal tax circumstances i.e. whether they are full time or part time, residency status etc.

In discussion of the response, the following was noted:

- With respect to Work Integrated Learning (WIL) opportunities for international students, it was noted that international students must have a separate visa for any WIL components. There are many WIL opportunities, and each will need to be investigated for international students.

9. Ongoing Business

This is a new agenda item on the Board agenda, which was confirmed at the March 19 Board of Governors retreat.

9.1 March 19, 2021 Board Retreat One Page Summary

The Board of Governors were provided with the key reflections and take-aways. There was no discussion.

10. 2019-2020 Student Association Audited Statements & 2021-2022 Student Association Budget

Each year the AUArts Student Association are required to provide to the Board of Governors their approved Student Association Audited Statements and Student Association Preliminary Budget. This requirement is noted in the Post-Secondary Learning Act and the AUArts and Student Association Operating Agreement.

In discussion of the documents, the following was noted:

- It was confirmed, as per the PSLA, that the Students Association must have an audit and not a review engagement.
- It was confirmed that the Student Association annual fee for students did not increase fees in 2019-2021 but did increase the annual fee in 2021-2022 to 1%.
- The salaries listed (\$300,000) are for the Executive Director and other paid staff.
- The budget has a surplus of \$200K.
- The reserve funds could be used for extra expenses related to health and dental, but at this time, the SA will be using reserve funds for specific programs – EDI and potentially ‘The Big IDEA’.

11. Faculty Research Presentation

Due to time constraints, this item was deferred to the next meeting.

The Board of Governors open session meeting adjourned at 6:09pm.

The Board Chair thanked the members of the President’s Cabinet and observers for attending today’s Board meeting. The Board in-camera session was held using a separate MS Teams link.

12. In Camera Session

The Board of Governors went in camera at 6:41pm.

13. Adjournment

The meeting adjourned at 6:30pm.