

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, 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

Regrets: Iain Howe

Guests: Jill Brown, Vice President Administration; Nicole Hamilton, Dean, Innovation, Learning and Development; Jamie Leong-Huxley, Vice President Advancement; Dr. Alex Link, Interim Dean, Academic Programs; Carissa Cameron Matthews, Director, Academic Resources; and David Plamondon and Jayde Gravel, Pe Metawe Consulting

Observers: Portia Scabar, Student and Student Association Representative to GFC; Lisa Cerny, AUArts AUPE Chapter 006 Chapter Chair; Justin Waddell, incoming AUFA Board of Governors representative; Joleyne Mayers-Jaekel, AUArts Manager, Student Life and Wellness; India Dmytriev, Student and Student Association Representative to GFC; Quinn O'Connor, student; Sarah Grodecki, Student Association Executive Director; Natali Rodrigues, President, AUArts FA; and Graham Boyd, 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 at 4:14pm.

1. Approval of Agenda

The Board Chair asked that a new item be added under agenda item #8. Business Arising – Election: Board of Governors Vice Chair. With the resignation of the current Board Vice Chair there is an opportunity to elect a new Vice Chair at the meeting today.

MOVED by S. DiCocco and SECONDED by Dr. Clintberg:

THAT the Board of Governors approve the draft May 18, 2021 Board of Governors agenda, as amended.
CARRIED

2. Finance and Audit Committee

2.1 2021-2022 Draft AUArts Investment Management Agreement and Operating Budget

The draft Investment Management Agreement (IMA) and associated budget allocates resources for the fiscal year 2021-22 based on certain revenue and expenditure assumptions. The ultimate goal of the budget allocation process is to preserve and develop AUArts' academic programs and services to ensure that students attending AUArts receive undergraduate and graduate degrees that are of the highest attainable quality. The IMA replaces the annual Comprehensive Institutional Plan as the Ministry of

Advanced Education's accountability mechanism for Post-Secondary Institutions. In addition to the operating budget the IMA includes the AUArts' mandate, priorities, and performance metrics to facilitate the allocation of outcomes-based funding.

Guiding principles for budget decisions continued to be based on the goals and priorities as set out in the Strategic and Academic Plans. The effects of the COVID-19 global pandemic continue to impact projections, and management continues to take a conservative approach to budget planning. The baseline assumptions and projections formulated during the budget planning process were reviewed by the Board Finance and Audit Committee.

The Post-Secondary Learning Act requires the Board to review and approve the University's annual operating budget for submission to Alberta Advanced Education, as a part of the IMA, and must be submitted to the government by May 31, 2021.

The Chair of the Finance and Audit Committee noted the Committee had a thorough review of the IMA and breakeven budget at their May 11, 2021 meeting and were pleased to recommend to the Board for approval. The Vice President, Administration, provided a brief presentation on the IMA and budget.

On behalf of the Finance and Audit Committee:

THAT the Board of Governors approve the 2021-22 Operating Budget as appended to the Investment Management Agreement.

CARRIED

In discussion of the IMA and 2021-2022 Operating Budget, the following was noted:

- Appreciation was given for the great information and detail provided in advance of this item and at the meeting.
- The academic administrative leadership restructure will likely result in savings, which will permit the university to ensure Work Integrated Learning (WIL) and other areas are funded.
- With respect to faculty vacancies, they are being maintained and Human Resources will be providing an updated organization chart for the Fall. School Chair positions are currently being revised and each Chair is being consulted. A further update will be provided at the May 25, 2021 AUArts Townhall. Changes to General Faculties Council (GFC) committee compositions will be made in the Fall.

2.2 Allocation of Internally Restricted Funds: Endowment

AUArts would like to apply \$1,000,000 of unrestricted reserve fund balances to support emerging institutional and government priorities (Work Integrated Learning (WIL) related), remedy some existing deficiencies in the Endowment and Student Awards portfolio, and increase the capacity of an operational endowment fund to support and serve the indigenous resource center (Lodgepole Centre). At the end of Q3, March 31, 2021, the University had unrestricted reserves of \$6,389,895 and currently anticipates a surplus of approximately \$1 million by the end of the current fiscal year which will increase unrestricted reserves to approximately \$7.3 million.

The President and CEO provided a summary of the request noting the Finance and Audit Committee has recommended the motion to the Board at their May 11, 2021 meeting. AUArts does not have sufficient operating funds for these areas and these additional funds will help to provide sustainable financial support in each area. AUArts reserves equate up to 30% of the operating budget and the typical percentage is 15%. It is not advisable to have such a high amount as this may provide an opportunity for the government to cut funds. The priorities noted are linked directly to initiatives in the strategic plan. Per endowment procedure, yearly interest disbursement is 4% (roughly half of the interest generated each year).

On behalf of the Finance and Audit Committee:

THAT the Board of Governors approve \$1,000,000 from the University's Internally Restricted Funds be allocated to the Endowment and these funds will be apportioned into the following categories:

- Work Integrated Learning (WIL) activities (in the amount of \$500,000) (new)***
- MFA Scholarship and Awards (in the amount of \$250,000) (new)***
- General Scholarship Funds (in the amount of \$165,188.23) (top-up)***
- Lodgepole Centre Endowment (in the amount of \$84,811.77) (top-up)***

CARRIED

In discussion of the Allocation of Internally Restricted Funds, the following was noted:

- The Board will be informed as to how the funds are expended for each initiative as they will be reflected in the budget, which is approved by the Board.
- WIL attempts to expand breath of knowledge for students to further themselves and formulates a pathway to their career. In Alberta, WIL, as per the IMA, must be imbedded in the curriculum, but does not have to be in every course. AUArts faculty and GFC will be involved with curriculum changes and determine what is best for teaching, as they relate to WIL. What is being proposed is a framework to support the changes as they will need to be managed administratively with someone managing the intersection.

3. Consent Agenda

A request was received today to remove the April 14, 2021 Draft Board of Governors Meeting minutes from the consent agenda. As the edits are substantive, the minutes will be removed from the consent agenda and come forward at the next Board meeting.

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 (AUFA) 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 AUPE report and the invitation by the AUPE President to present at a Board meeting. This will be discussed during the in-camera session of today's meeting.
- It was noted that removal of an item from the consent agenda must happen when the Board agenda is approved.

4. Board Chair's Report

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

5. President and CEO Report

The President and CEO noted admiration for the faculty and staff in converting all classes to an online format. In moving forward, it will be important for AUArts to match strategic priorities to coincide with the Alberta 2030 Report, which has just been released. Each post-secondary institution has a lot to learn and understand regarding the Report, particularly the role of the Advisory Council.

5.1 Update: Academic Leadership Restructure

This is an exciting time for AUArts to restructure the academic leadership to align with the strategic and academic plans. There will be further discussion at the May AUArts Faculty and Staff Town Hall. The search has started for the roles of Dean, Academic Programs and the Associate Dean, Research, Internationalization and Graduate Studies and there will be continued conversation in the Fall on how AUArts move forward with respect to WIL.

5.2 Convocation Shawl and Mace

Convocation 2021 will be online and will include a new shawl and new mace. There is a call each year for students to design the shawl and this year two students designed the shawl. Each year the shawls from previous years are worn, in seniority order, by faculty members. The new mace is not a traditional mace. It was designed and crafted by Charles Lewton-Brain, who worked with Elder Casey on the design.

In discussion of the President and CEO report, the following was noted:

- The three Deans will work collaboratively on several portfolios (e.g., Internationalization), respecting workloads for each Dean.
- The academic leadership restructure is not as large as it may appear. By reducing the Vice President Academic and Provost role, the duties were more evenly dispersed amongst the three Deans with the core of the academics unchanged. Consultation was limited to a small group of those impacted.

6. Board Committee Reports

6.1. Finance and Audit Committee

A written committee report for the May 11, 2021 meeting was provided. As the Committee Chair was unavailable, all questions were to be forwarded directly to the Committee Chair.

6.2 Advancement Committee

A verbal report was provided by the Committee Chair as the committee just met on May 13, 2021. There was a presentation on all student bursaries and awards, including the 64 Boost-A-Student awards, an update on honorary degrees, and the online convocation and Grad Show. There were no questions.

6.3 Governance and Human Resources Committee

The Board Chair provided the following update from the May 4, 2021 meeting:

- Reviewed the feedback and summary from the March 19, 2021 Board and Cabinet Retreat, which was focused on Board dynamics and culture.
- The AUFA Climate Survey and 2021 Board of Governors annual feedback survey were discussed and will be further discussed during the Board in camera meeting today.
- The committee confirmed the need to eliminate MS Teams chat from Board of Governors meetings and a revised online meeting protocol had been distributed prior to the meeting.
- A need has been identified for a specific Board of Governors code of conduct policy and confidentiality form. These documents will be prepared over the summer and presented to the committee in the Fall for review and then come to the full Board for approval.

In discussion of the report, the following was noted:

- There was a request for the committee to discuss the potential to prepare a transcript of Board meetings and to further discuss the removal of MS Teams chat.

7. AUArts University Continuity

The President and CEO provided a verbal update on university continuity and asked the Chair of the Recovery Management Team to speak to the need for School Chairs to review the list of classes and those that will be held on campus. All other classes will have scenarios, resulting in a partially open campus. The timetable is being prepared as if all classes are back on campus. As Fall approaches there will be a need to determine how AUArts will move forward with all classes. There have been no confirmed covid cases on campus.

8. Business Arising

Election Board of Governors Vice Chair

MOVED by S. DiCocco and SECONDED by Dr. Clintberg:

THAT the Board of Governors elect Patti Dibski as the Vice Chair of the Board of Governors, effective immediately.

CARRIED

It was confirmed there is no requirement for a call for nominations for the Board Vice Chair. Currently, Board succession is not relevant as the Alberta government appoints the Board Chair. A Chair for the Governance and HR Committee will be elected at the next committee meeting and the recommendation will then come to the Board. There was no further business arising.

9. Faculty Research Presentation

Dr. Clintberg introduced this agenda item noting that Dr. Ashley Scarlett is an assistant professor in the School of Critical and Creative Studies, contributing expertise across the fields of media studies, media art and moving image histories, and research methods. The audio for the presentation could not be heard by members so the presentation will be sent out to Board members.

10. AUArts Indigenous Plan/Strategy: Introduction to Pe Metawe Consultants

The Board welcomed David Plamondon and Jayde Gravel from Pe Metawe Consultants to provide an overview of the work for the AUArts Indigenous Plan/Strategy. The consultants were honored to be working with AUArts and are building a plan that works with the strategic plan and the needs of the Lodgepole Center. There are three phases of work: Phase 1 Research; Phase 2 Equity, Diversity, Inclusion (EDI) framework and placement of the indigenous strategy; and Phase 3 Arts university unique goals. There has been consultation internally, externally, and specifically with the Elders protocol.

In discussion of the AUArts Indigenous Plan/Strategy, the following was noted:

- With respect to indigenous art, there is a need for better integration and understanding across the campus and university and there is the potential to have indigenous art throughout the final Indigenous Plan.
- Collaboration and communication are foundational for Pe Metawe Consultants, which is a team of 8 staff and 2 contractors.
- If Board members have any questions on the Plan/Strategy, they should send an email to Joleyne Mayers-Jaekel, Manager, Student Life & Wellness, and it will be forwarded to Pe Metawe Consultants.

The Board Chair thanked the members of the President's Cabinet and observers for attending the open session of the Board meeting, which adjourned at 6:09pm.

11. In Camera Session

The Board of Governors meeting resumed in-camera.

12. Adjournment

The meeting adjourned at 7:00pm.