

Voting Members Present with Carol Ryder in the chair were: Larry Clausen, Reid Cummings, Cassandra Dam, Patti Dibski, Susanne DiCocco, Dr. Daniel Doz, A. Stewart Hanlon, Iain Howe, Amanda Hu, Spil Kousinioris, Ashif Merani, Sheila Taylor, Rickee-Lee Webster, Bobby Yin

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

Non-Members Present: Jill Brown, Vice President Administration; Jamie Leong-Huxley, Vice President Advancement; Dr. André Plante, Vice President Academic and Provost

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

1. Approval of Agenda

MOVED by Mr. Clausen and SECONDED by Mr. Hanlon:

THAT the Board of Governors approve the draft May 28, 2020 Board of Governors agenda, as presented.
CARRIED

2. Consent Agenda

THAT the Board of Governors approve the draft April 15, 2020 meeting minutes, as presented.

Approved by **CONSENT**.

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

Approved by **CONSENT**.

3. Board Chair's Report

The Board Chair reviewed the appended report and noted the following:

- Several Board members reached out to discuss the observer status for the Board meetings. Observer attendance will be reviewed prior to the start of the 2020-2021 Board meetings. The Chair noted that the draft meeting minutes from the meeting will be expedited for the website.
- There was a recent meeting with the Minister's Chief of Staff, and Board Chairs from SAIT, NAIT, McEwan, and MRU. The Minister does not agree with institutions giving refunds as tuition does not cover the full amount of the cost of education. Stimulus funding could be coming, but there was an anticipated \$5B deficit for the Alberta government forecasted before pandemic, but now the deficit is positioned to be \$20B. The post-secondary review is pending, and it is intended to be a 360-degree review. The AUArts IMA is now due on June 30, 2020 and the revised expenditure targets should be received shortly. There is a potential to have covid expenses reimbursed. The government is working on a plan for international enrolment (US and Asia are key areas).

4. President's Report

The President and CEO reported the following:

- The post-secondary system review is anticipated to be completed by late Fall 2020. The RFP for the review was just distributed and the government plans to announce the successful consultant next week.
- This has been an exceptional period for all, and thanks are extended to all those involved with AUArts.
- With the rapid onset of the pandemic, it will be critical to focus on the task on hand.
 - It has been a year of transition for AUArts with the introduction of a bi-cameral governance structure with the creation of the General Faculties Council (GFC).
 - Completing the academic year with going online.
 - There is a new financial reality for the university with the provincial budget and covid.
 - Key focus on health and safety for faculty, staff and students.
 - There was a focus on enabling students to finish the semester and now we must shift our focus to enabling students to take courses in Fall 2020.
- Congratulations were extended to Board member, Bobby Yin, as he finished his MFA with the first online defense.
- In the Fall, the next steps in strategic planning continue with School unit plans.
- Over the coming months we will have a better understanding of Fall enrolment.
- AUArts will continue working on the pending budget cuts over the next two years.

5. Board Committee Reports

5.1. Finance + Audit Committee

The Committee Chair noted the following:

- Welcome to the newest committee member, Sheila Taylor, as the recent meeting on May 19.
- The operating budget was reviewed, as appended to the IMA. There was a lot of discussion at the committee meeting and the committee have recommend the budget and the IMA to the Board.
- Reviewed the student computer donation program, which will be a valuable student initiative to provide free computers.
- Received an update on cyber security and the associated risks for the institution. The committee is comfortable with the current state and encouraged management to maintain diligence.
- Reviewed the Q3 – March 31 investment report from Mawer and there were no significant changes with no impairments currently. The committee is comfortable with Mawer's approach.
- Reviewed the Q3 – senior executive expenses and no concerns were noted.
- Reviewed the Q3 budget and AUArts are on track for the year. There is a \$3.7M surplus on this date due to the tuition revenues, but the expenses, when they come in for the end of the year, will result in a \$400,000 surplus. The committee commended AUArts for forecasting out to this surplus; particularly when many other organizations are struggling.

5.2. Advancement Committee

The Committee Chair noted the following:

- The committee last met on May 13 and discussed the fact that the pandemic communications was really crisis communications. AUArts are positioned as a reputable university and this will serve us well going forward. A faculty and staff town hall will be held on May 29.
- Convocation and Grad exhibit was a success even though some students were not pleased with the celebration. Despite this, many noted that the production was very good, and this is a legacy feature. At this time, 22K have watched the convocation, and 63K watched the grad show with an average of 4 min at a time.
- Fundraising was discussed and it was noted that AUArts could, through relationships, build a strategy to raise funds in a sustainable approach.

5.3. Governance/HR Committee

The Committee Chair noted the following:

- The committee last met on May 5 and welcomed new committee member, Suzanne DiCocco.
- There are several items on the Board agenda today for approval; however, one item, the Delegation of Authority Policy, comes forward after much work by the former committee chair, Natasha Pashak.
- The committee received an update on Faculty Association and the AUPE collective bargaining.
- A fulsome discussion of the current onboarding and offboarding process for Board members, noting that the annual Board feedback will not go forward due to the high turnover of members.
- In camera discussion on the President and CEO performance review.

6. 2020-2021 Draft Investment Management Agreement (IMA)

The Chair of the Finance and Audit Committee noted the following in the IMA and Budget:

- There was a robust discussion at the committee meeting and the committee extended their gratitude to the Vice President, Administration and her team for getting this together in an expedited timeframe.
- There were no questions on the IMA.

On behalf of the Finance and Audit Committee:

THAT the Board of Governors approve the 2020-21 Operating Budget as appended to the Investment Management Agreement, as presented.

CARRIED.

7. Evergreening Program: Student Desktop Computers Donation Program

The Chair, Finance and Administration, noted the following on the evergreening program for the student desktop computer donation program:

- This was an idea that the Vice President, Administration and her team came up with.
- There were no questions on the Program.

On behalf of the Finance and Audit Committee:

THAT the Board of Governors approve the allocation of \$60,000 from the University's unrestricted reserves to allow the University to execute its Student Computer Donation program for Fall 2020.

CARRIED.

8. Draft Delegation of Authority Policy

The Chair, Governance and Human Resources, introduced the draft Delegation of Authority Policy noting that this draft took time to come forward as the new President and CEO's contract needed to be finalized first. With the new contract complete, the draft was finalized and has come forward from the committee. There were no questions.

On behalf of the Governance and Human Resource Committee:

THAT the Board of Governors approve the Draft Delegation of Authority Policy, as presented and effective immediately.

CARRIED.

9. Draft Policy Development Policy

The Chair, Governance and Human Resources, introduced the draft policy noting that the policy audit is ongoing.

On behalf of the Governance and Human Resource Committee:

THAT the Board of Governors approve the Draft Policy Development Policy, as presented and effective immediately.

CARRIED.

10. Draft 2020-2021 Board and Board Standing Committee Meeting Schedule

The Chair, Governance and Human Resources, spoke to the draft meeting schedule for next year. It is unclear if an in-person will be possible for early September and the Board will be updated as we move closer to the date.

On behalf of the Governance and Human Resource Committee:

THAT the Board of Governors approve the Draft 2020-2021 Board and Board Committee meeting schedule, as presented.

CARRIED.

11. AUArts University Continuity

11.1. Update: Crisis Management Team (CMT) and Deans' Council

- AUArts assembled the CMT to address the impact of the pandemic at AUArts and now the CMT have converted into a proactive mode and the CMT have been phased; creating a new structure - Recovery Management Team (RMT). The RMT will be focused on five key areas and working with a set of general principles; which will be shared with the Board when finalized. The RMT is chaired by Jill Brown, Vice President, Administration and the vice chair is Andre Plante, Vice President, Academic and Provost. The RMT will decide if the AB tracing app is required.
- It has been confirmed that AUArts will operate this Fall with remote access only with the potential for hybrid activity, if permitted. Health and safety are the underlying principles for all activities.
- With respect to studio work, there will be home and hopefully university studio options.
- 80% of the courses that AUArts offer can be done online.
- The bookstore will continue with curbside pickup.
- Glass and print making are challenging and trying to shift the sequencing of those classes to winter 2021.
- For Spring 2020, there are 10 courses. GFC has approved a new spring intensive semester for 2021 to help mitigate the Fall.
- Deans' Council are working on strategic planning, pandemic and Fall 2020 planning.

11.2 Emergency Student Funding

Pleased to report that there have been 83 student bursaries offered, 17 student scholarships, and the call center for current and alumni students is ongoing. The 10th annual President's exhibit resulted in the purchase of \$10K in student art and just now the Board has approved the new computer program for students.

12. Reports

12.1. General Faculties Council Report

Dr. Daniel Doz provided the following update:

- Two meetings in the last month and various governance elements have been approved to make the shift from a college to a university. The changes required for Fall 2020 courses were also approved at a special GFC meeting. Special thanks to the ad hoc committee for putting all these changes together throughout the year.
- At the recent GFC meeting it was noted that one sentence on disabilities in the AUArts Mandate should be edited as it may be misconstrued.

MOVED by Dr. Doz and SECONDED by Mr. Cummings:

THAT the AUArts Board of Governors revise the AUArts Mandate on Page. 7, #9. System Mandate: 2nd paragraph to read: "AUArts is honored to provide appropriate supports to its significant population of students with self-declared disabilities. We are committed to helping all students harness the potential societal benefit of their resilience and courage."

CARRIED.

12.2. AUArts SA Report

Rickee-Lee Webster provided the following in addition to the report submitted:

- Appreciation to the Board for approving the motion for the computer program for students.
- The Student Association distributed several pandemic packages to students.
- Thanks was extended to those who coordinate and participated in the convocation and grad show as it was important to have some celebration. Issues were noted by some graduating students and a petition was circulated. The SA survey noted that approximately 110 students, out of 200 graduating students, would walk the stage next year. The SA continue to request that the grad fee be reimbursed, or a breakdown of the fee be prepared. A response from administration is pending. It was noted that the fees collected do not cover the expenses for each activity and this is especially true for convocation and the grad show.
- The CMT created a student liaison role and for the RMT it is anticipated that several students will be on a sub-committee. It is important to note that the pandemic is still here, and we continue to be in a crisis mode; which can be very frustrating for students.

12.3. AUAFA Report

Cassandra Dam, AUAFA representative, provided the following verbal report:

- A faculty and staff Town Hall meeting is scheduled for Friday May 29.
- The Negotiations Advisory Committee (NAC) noted that bargaining has stalled and a claim of bad faith bargaining (Chapter 27 d) may be filed with the ALRB by AUArts claiming that the AUAFA have been adding new proposals to bargaining. A communication to AUAFA membership from AUArts on this subject is forthcoming. AUArts have provided one name for the mediator and AUAFA will submit a list, from which one will be assigned by the ALRB.
- There are concerns regarding how the 20% reduction in student enrollment was calculated and the information technology deficiency needs to be addressed.

12.4. AUPE Report

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

- Fatigue is prevalent for many AUPE staff as covid has increased workload. Everyone is working very hard and stress is exhibited by students and staff and it is unclear when the pandemic will ease.

13. Business Arising: There was no business arising.

14. Alberta Government Relaunch Strategy: Stage 1 Guiding Principles

The document was shared with the Board of Governors. The Minister of Advanced Education continues to reach out to Board Chairs. There are ongoing concerns with the pending post-secondary review.

15. In Camera Session: There was no in camera session.

16. Adjournment: The meeting adjourned at 6:50pm.