

Attendees:

Dr. Daniel Doz, Carol Ryder (Board Chair), Larry Clausen, Amanda Hu, Natasha Pashak, Patti Dibski, Jim Stanford, Iain Howe, Bobby Yin, Reid Cummings, Ashif Merani, Spil Kousinioros

Regrets:

Cassandra Dam, A. Stewart Hanlon, Dr. André Plante

Resources:

Jamie Leong-Huxley, Nicole Hamilton, Jill Brown, Kimberley Neutens, Stephany Laverty (Recording Secretary)

Guests:

Rickee-Lee Webster (President, AUArts SA)

AUArts Boardroom

The meeting started at 4 p.m. with quorum present and Carol Ryder as Chair. The Chair acknowledged the traditional territories of the Blackfoot and the people of the Treaty 7 region in Southern Alberta. The Chair expressed condolences to the President and CEO on behalf of the Board for the passing of his father. The Chair then welcomed the three new external members and the newly appointed President of the AUArts Students' Association. Board members introduced themselves and stated their committee membership.

1 Approval of Agenda

The Committee discussed amending the agenda as follows: 5.1 Finance and Audit Committee and 6.1 Audited Financial Statements to take place after the approval of minutes and before the consent agenda. Add AUPE report following AUAFA report.

Moved by Natasha Pashak and Seconded by Reid Cummings that the agenda be approved as amended.

Carol Ryder

MOTION: 1894

CARRIED

2 Approval of Minutes

2.1 Attached: September 14, 2019, Draft Minutes

Moved by Larry Clausen and Seconded by Jim Stanford that the minutes be approved as presented.

Carol Ryder

MOTION: 1895

CARRIED

3 Consent Agenda

3.1 Cabinet

3.2 AUArts Faculty Association

3.2.1 Attached: Faculty Association Report October 2019

3.3 AUArts Student Association

3.3.1 Attached: Executive Report Summer 2019

3.3.2 Attached: Staff Report Summer 2019

3.4 AUPE

Carol Ryder

3.4.1 Attached: Summer and Fall 2019 AUPE Report

No discussion.

Moved by Natasha Pashak and Seconded by Iain Howe that the consent agenda be approved as presented.

MOTION: 1896

CARRIED

4 Board Chair's Report

4.1 Verbal Report

The Chair provided a verbal update on activities since the September 14, 2019, Board retreat and thanked outgoing board members Dale Turri, Sondra Musa, Kay Dholoo for their service to AUArts. Other activities noted were orientation for new members and holding a recognition for outgoing board members to recognize their efforts during university transition, budget, and work with Cabinet. The Board Chair and President are joining Campus Alberta meeting on November 1.

Carol Ryder

5 Board Committee reports

5.1 Finance + Audit Committee

5.1.1 Attached: June 5, 2019, Finance and Audit minutes

Jim Stanford

The Committee Chair reviewed the June 5 minutes with the Board and provided a report on the October 16, 2019, Finance and Audit Exit meeting with audit representatives from the Office of the Auditor General.

5.2 Advancement Committee

Larry Clausen

5.2.1 Attached: April 10, 2019, minutes

The Committee Chair provided a report on the September 18 Advancement committee meeting and advancement activities, including work with the AUArts Students' Association on Show and Sale and internal communication strategies.

5.3 Governance/HR Committee

Natasha
Pashak

5.3.1 Attached: May 22, 2019, Governance HR minutes

5.3.2 Attached: September 5, 2019, Governance HR
minutes

The Committee Chair provided a report on the October 23, 2019, Governance/HR Committee meeting, including a review of the history of the policy and procedure process and the review of the Freedom of Expression policy.

6 Action Items

6.1 Audited Financial Statements

6.1.1 Attached: 2018/19 Audited Financial Statements

6.1.2 Attached: Motion on Audited Financial Statements

The Finance and Audit Chair reviewed the statements with the Board and the Vice President, Administration, reviewed the amendment brought by the Office of the Auditor General the morning of the meeting.

Moved by Jim Stanford and Seconded by Dr. Daniel Doz that the Board of Governors approve the 2018/19 Audited Financial Statements as amended and recommended by the Finance and Audit Committee.

MOTION: 1897

CARRIED

6.2 Board Bylaws

6.2.1 Attached: Bylaws (Legal Redline)

6.2.2 Attached: Bylaws (Clean)

6.2.3 Attached: Motion on AUArts Board of Governors
Bylaws

Moved by Natasha Pashak and Seconded by Amanda Hu that the Board of Governors approve the Alberta University of the Arts Board of Governors Bylaws as recommended by the Governance/HR Committee.

MOTION: 1898

CARRIED

6.3 Freedom of Expression Policy

- 6.3.1 Attached: Freedom of Expression Draft Policy
- 6.3.2 Attached: June 14, 2019, letter from Minister of Advanced Education
- 6.3.3 Attached: July 4, 2019, letter from Minister of Advanced Education
- 6.3.4 Attached: Motion on Freedom of Expression Policy

Discussion: Procedures to align with policy, the role of GFC in creating artistic and academic freedom of expression policies and procedures, third-party rentals, the Toronto case.

Moved by Natasha Pashak and Seconded by Patti Dibski that the Board of Governors approve the Freedom of Expression policy as recommended by the Governance/HR Committee.

MOTION: 1899

CARRIED

6.4 Committee Terms of Reference

- 6.4.1 Attached: Finance and Audit Revised Terms of Reference (Redline)
 - 6.4.2 Attached: Finance and Audit Revised Terms of Reference (Clean)
 - 6.4.3 Attached: Advancement Committee Terms of Reference (Redline)
 - 6.4.4 Attached: Advancement Committee Terms of Reference (Clean)
 - 6.4.5 Attached: Governance/HR Committee Terms of Reference (Redline)
 - 6.4.6 Attached: Governance/HR Committee Terms of Reference (Clean)
-

6.4.7 Attached: Motion on AUArts Board of Governors'
Committees Terms of Reference

Moved by Natasha Pashak and Seconded by Patti Dibski that the Board of Governors approve amendments to the terms of reference for the following committees:

- Advancement
- Finance and Audit
- Governance/HR

As recommended by the Governance/HR Committee.

MOTION: 1900

CARRIED

7 Business Arising

7.1 Sexual Violence Policy

7.1.1 Attached: AUArts Student Association Sexual
Violence Policy Grading

The President and CEO introduced the top to the Board and invited the Associate Vice President, Student Affairs to speak to the development process for the existing policy, the revised working group's task to roll out the policy, and the administration response to the presented grading.

Discussion: The Board's delegation of the policy to the President and CEO, the role of the Board in ensuring a safe environment within an AUArts context, clarification on intent to bring to Board since it is an administrative policy, noted that no AUPE representative on the working group, role of Board to ensure the committee has sufficient resources to fully implement what is captured in the policy.

7.2 First Year Students Capacity

The Associate Vice President, Student Services, reviewed capacity with the Board including full-time, part-time students as well as target numbers for undergraduate students for both domestic and international.

Discussion: The current number of full-time students, the original design capacity, the student numbers used as the basis for government grants, the average length of time for students to finish degrees, expanding the calendar to allow spring and summer enrollment, outcome-based measures taking into account the need for accommodation on our campus.

8 AUArts SA Report

The President, Student Association, reported on the following: activities with SAITSA to build a relationship for student groups, health and dental, working with ASEC (Alberta Student Executive Council) to review budget, the Student Association Vice President, Academic, student forums to engage students and set a path forward, an update on the AUArts SA audit timelines, AUArts SA restructuring due to funding, student life activities, gracious gratitude awards, increasing student representation in AUArts SA governance.

Rickee-Lee
Webster

Discussion: Show and Sale overview, 30th annual of Show and Sale, pre-look the night before,

9 AUAFA Report

Update deferred to December 11, 2019, Board meeting.

Cassandra
Dam

10 AUPE Report

The AUPE representative provided an update on the activities of the union and recommended that the Board and Administration continue to regularly update the community in terms of budget when new information is available.

Iain Howe

Discussion: Membership reaction to government news, number of AUPE members at the institution.

11 GFC Report

The President provided an update on GFC activities including work on bylaws, committee structure, course updates and Freedom of Expression policy feedback.

Dr. Daniel Doz

12 President's Report

12.1 Attached: Report of the President October 2019

The President reviewed the report with the Committee.

Discussion: The budget cuts across the sector and impacts to institutions, unknown status of future cuts, wage freeze for management/exempt group, maintenance of mental health grant, Show and Sale, faculty research presentation.

12.2 Attached: Strategic Plan Board of Governors Briefing Package

The President and CEO invited the Vice President, Advancement, to update board members on the strategic planning process and circulated an updated version of the draft values.

Discussion: Development process for material, impact of rebranding process, participation in process, number of students participating in feedback,

Action: Bring update on the number of individuals consulted in the strategic planning open sessions and online survey to the December 11, 2019, meeting as business arising.

Dr. Daniel Doz

13 For Information

The Board Chair will be contacting Board members to discuss Board committee membership in advance of the December 11, 2019, Board meeting.

14 In Camera Session

The meeting went in camera at 5:25 p.m. and moved out of in camera at 5:35 p.m.

15 Adjournment

The meeting adjourned at 5:35 p.m.

Next Meeting Date: December 11, 2019