Alberta University of the Arts

Board of Governors
Approved Minutes
March 10, 2026
4:00pm – 6:30pm
300e/Teams

Voting Members: Adrian Stimson, Board Chair, Patrick Chiu (virtual), Sara Anhorn, Chris Cran, Dr. Janis Goldie, Tom Graham, Ruby Gupta, Chi Iliya-Ndule (virtual), Kurtis Lesick, Mackenzie Kelly-Frère, Samantha Mirjah, Tammi Price, and Murray Wittmeier.

Management & Resource Members: Jessica O'Connell, Executive Director, University Relations, Wendy Harding, Executive Director, People and Culture, Dr. Dawn Johnston, Vice President, Academic, Scott Powell, Vice President Finance and Operations, and Cherie Tutt, University Secretary and Joanne Deaver, Scribe.

Regrets: Sheila Taylor, Tanya Mryglod, and Evan Legate.

The Chair provided the land acknowledgement. The Chair acknowledged Tammi Price on her first meeting as Vice Chair of the Board and welcomed Dr. Dawn Johnston, Vice President, Academic who commenced her position with the university in January.

The meeting was called to order at 4:05 p.m. and quorum was confirmed.

1. Approval of the Agenda

Moved / Seconded

That the Agenda for the March 10, 2026 Board of Governors meeting be approved.

Carried

2. Conflict of Interest Declaration

It was noted that the Internal Board nominated members will be excused due to a conflict of interest for Item 16 and will step out of the meeting for this discussion.

3. Consent Agenda

Documentation was included in the meeting materials.

The following Consent Agenda items were adopted:

3.1 December 9, 2025 Board of Governors Meeting Minutes.

That the Minutes of the Board of Governors meeting held on December 9, 2025 be approved.

Adopted

The following Consent Agenda items were received by the Board for information:

3.2 Board Standing Committee Reports
1. Advancement
2. Governance & HR
3. Finance and Audit

3.3 Constituent Reports
1. Students' Association (SA) with Financial Statements
2. Faculty Association (AUAFA)
3. Staff (AUPE)
4. General Faculties Council

3.4 Cabinet Reports
1. Vice President, Academic
2. Vice President Finance & Operations
3. Dean Innovation, Learning & Development
4. Dean of Students, Acting
5. Executive Director, University Relations
6. Executive Director, People & Culture

4. Budget Fiscal, 2027

Documentation was included in the meeting materials. Tom Graham and Scott Powell presented this item.

Highlights:

- Management presented the proposed budget for the year ending March 31, 2027, including capital allocations within the overall budget reviewing the budget development process, ongoing fiscal challenges, and projected revenues and expenses.
- The Board discussed:
    - The anticipated timing to receive a decision on the Exceptional Tuition Increase (ETI) proposal and how it may impact the budget. It was noted that the information will be ready to input into the Banner student information system, should the proposal be approved. Dependent on materiality to the overall budget update documentation may be circulated to the Board for approval/information if approved.
    - Budget forecasting.
    - Enrolment planning, projections and trends.

Moved / Seconded
That the Board of Governors approve the Operating Budget for the fiscal year ending March 31, 2027, as recommended by the Finance and Audit Committee. **Carried**

5. Information Technology (IT) Security Policy

Documentation was included in the meeting materials. The Chair of Finance and Audit and the Vice President, Finance and Operations presented this item.

Highlights:

- Management reported that revisions were made to the IT Security Policy to ensure alignment with changes in privacy legislation, in Alberta. As well as to strengthen alignment with relevant IT security standards and related IT policies and procedures.
- In response to a question, it was confirmed that AUArts is drafting an AI use policy/guideline as well as focusing on AI in teaching and learning under the authority of the Vice President Academic and AI risk in the enterprise risk management process.

Moved / Seconded
That the Board of Governors approve the changes to the IT Security Policy, in the form provided to the Board, effective immediately and as recommended by the Finance and Audit Committee. **Carried**

6. Board Meeting Schedules 2026-2028

Documentation was included in the meeting materials. The Chair of Governance and Human Resources (HR) Committee and the University Secretary presented this item.

Highlights:

- Management provided an overview of the updates to the 2026-27 meeting schedule including adding the retreat date along with a special meeting to approve the annual report to government, a pre-meeting reception in December and year end dinner aligned with convocation. The new 2027-2028 schedule follows the established pattern. It was highlighted that an additional meeting date(s) may be added for the Finance and Audit Committee dependent on workload and with feedback from the Committee.
- There were no questions.

Moved / Seconded
That the Board of Governors approve the changes to the 2026-2027 and the proposed 2027-2028 Board and Board Standing Committee Meeting Schedules, in the forms provided to the Board as recommended by the Governance and Human Resources Committee.
Carried

Secretary's Note: *The President and CEO left the meeting during Item 7.*

7. Presidential Search and Reappointment Policy Suite and Terms of Reference

Documentation was included in the meeting materials. The Chair of Governance and Human Resources (HR) Committee and the University Secretary presented this item.

Highlights:

- Management reported that following the completion of the presidential search last year, the Governance and HR Committee commenced review of the policy suite and related terms of reference in the Fall. Recommended adjustments include additional clarity around the role of the Governance and HR Committee and the Presidential Search Committee as well as updated roles and responsibilities and membership.
- In response to questions, it was confirmed that:
  - Revisions reflect the last process with changes that were made between the Governance HR Committee and the Board's responsibilities.
  - Following a scan of membership of like bodies at other Canadian universities the Cabinet member was removed from the Presidential Search Committee and an additional public board member was added. The Governance and HR Committee believes this best reflects that recruitment of the President is one of the Board's main responsibilities.
  - The voting thresholds were adjusted to be consistent with the Bylaws requirement for a super majority to 75%.

Moved / Seconded
That the Board of Governors approve the changes to the Search, Selection and Appointment of a new President Procedure, Presidential Search Committee Terms of Reference and Presidential Reappointment Procedure and Presidential Reappointment Committee Terms of Reference, in the forms provided to the Board, effective immediately, as recommended by the Governance and Human Resources Committee.
Carried

8. Board Bylaws and Terms of Reference (ToR)

Documentation was included in the meeting materials. The Chair of Governance and HR Committee and the University Secretary presented this item.

Highlights:

- Management reported that in 2025 the Governance and HR Committee undertook a review of the Board's governing documents, including the Bylaws and the Board Terms of Reference. Several changes to the Bylaws are being proposed, the most significant being the incorporation of the content from the Board Terms of Reference into the Bylaws to create a single, comprehensive reference document. Additional updates are intended to better align the Bylaws with the *Post-Secondary Learning Act,* clarify roles and responsibilities, and strengthen information related to conflict of interest and fiduciary duties.
- In accordance with Section 16 of the Bylaws, the proposed changes are presented with intent of bringing the Bylaws back for approval at the May meeting.

9. Academic Updates

Dr. Dawn Johnston provided a presentation.

Highlights:

- The Vice-President, Academic provided a report on:
    - Teaching and Learning Activities, including the Teaching and Learning Day in February focusing on AI and the Walkthrough Colonization workshop series in March.
    - Academic hiring in Ceramics, Painting and Object Design, noting there has been a strong pool of candidates and hiring is anticipated to be wrapping up soon.
    - Research Activities, including the upcoming Faculty led Works-In-Progress Conference and exhibition in late April.

10. Board Chair Report

Documentation was included in the meeting materials. The Board Chair presented this item.

Highlights:

- The Board Chair reported on activities from December to March, highlighting key community events and meetings, including:
    - Nomination of the honorary degree recipient.
    - The President and CEO Installation ceremony.

  - Faculty and student meetings.
  - A virtual meeting with Minister of Advanced Education.

11. President and CEO Report

Documentation was included in the meeting materials. The President and CEO presented this item.

Highlights:

- The President and CEO reported on activities from December to March, highlighting key community events and meetings, including:
  - An interview with CBC radio highlighting the Illingworth Kerr Gallery (IKG) and the Centennial.
  - The President and CEO Installation ceremony.
  - A meeting with Michelle Shultz, the Arts Liaison Consultant from Canada Council to arrange for her to use office space on campus monthly to connect with faculty and students.
  - The Chamber of Commerce business after hours event, which hosted 150 people on campus and for a tour of the IKG.
  - A Popcorn with the President meeting with the students.

12. Adjournment of the Open Session

Moved / Seconded That the Board of Governors adjourn the Open Session and move into the Closed Session. **Carried**

Secretary's Note: The Open Session adjourned at 4:57 p.m. for a brief break. Management and Observers were excused from the meeting. The Closed session started at 5:12 p.m.