

## **MINUTES** **BOARD OF GOVERNORS** **MEETING – OPEN SESSION**

Thursday, February 23, 2023, 3:30 pm – 5:00 pm  
ECU Boardroom (D2315) + Zoom webinar

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### **ATTENDANCE:**

#### **Voting Members:**

Carleen Thomas (Chancellor)	Don Avison	Keith Reynolds
Keith Kerrigan (Chair)	Mary Macaulay	Lindsay McIntyre
Lorcan O'Melinn (Vice-Chair)	Stephanie Schneider	Alex Phillips
Gillian Siddall (President + Vice Chancellor)	Esther Rausenberg	Ishika Tripathi
Gaye Fowler		

#### **Regrets:**

**Guests/Support:** Trish Kelly (Vice-President, Academic + Provost), Marcia Guno (Vice-Provost, Students), Viktor Sokha (Vice-President, Finance + Administration), Adrian Tees (Associate Vice-President, Human Resources), Mark Douglas (Executive Director, Financial Services), Natasha Himer (University Secretary), Bessie Chow (Governance Support), Jacob Hrjanik (Technical Support)

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**Territorial Acknowledgement:** *We respectfully acknowledge that Emily Carr University is situated on the unceded, traditional and ancestral territories of the Musqueam, Squamish and Tsleil-Waututh Nations.*

### **I. ADMINISTRATIVE BUSINESS**

**1. Call to Order** — Keith Kerrigan, Chair of the Board, called the meeting to order at 3:49 p.m., apologizing for the late start.

**2. Adoption of the Agenda**

**MOVED / SECONDED that the Agenda of the February 23, 2023 Board Meeting – Open Session be approved as circulated.**

**VOTING EXCLUDED**

A request was made to add “Other Business” to the agenda and allow time for information to be provided about two motions for Board discussion and decision. Following a discussion, a motion to amend was put forth.

**MOVED / SECONDED that the above motion be amended to add Other Business to the agenda and allow time for discussion of two proposed motions.**

**AMENDMENT CARRIED**

**MOVED / SECONDED that the Agenda of the February 23, 2023 Board Meeting – Open Session be approved as amended.**

AMENDED MOTION CARRIED

3. Approval of Past Minutes

MOVED / SECONDED that the Amended Minutes of the Board AGM of September 29, 2022 be approved as circulated.

CARRIED  
*With 1 abstention (Don Avison)*

MOVED / SECONDED that the Amended Minutes of the Board Regular Session of September 29, 2022 be approved as circulated.

CARRIED  
*With 2 abstentions (Don Avison, Stephanie Schneider)*

MOVED / SECONDED that the Minutes of the Board Regular Session of December 1, 2022 be approved as circulated.

A request was made to revise the minutes of the Board Regular Session of December 1, 2022. Following a debate about the proposed amendment, a motion to amend was put forth.

MOVED / SECONDED that the preceding motion be amended to allow for the requested revision to the minutes of the Board Regular Session of December 1, 2022.

AMENDMENT DEFEATED  
*With 1 abstention (Don Avison)*

ORIGINAL MOTION CARRIED  
*With 1 abstention (Don Avison)*

## II. BUSINESS ARISING

1. The Chair's Remarks and Updates

K. Kerrigan remarked on recent changes to the Board composition.

He welcomed new Board member Don Avison. After swearing the Oath of Office, D. Avison expressed his pleasure to have joined the Board.

K. Kerrigan then acknowledged the service of past Board member Megan Ellis.

On behalf of the Board, K. Kerrigan also thanked remarked on the news that President Dr. Gillian Siddall would be leaving the University to assume the presidency at Lakehead University. The Chair took a moment to thank President Siddall for her contributions over the past five (5) years, including the important work advancing Equity, Diversity and Inclusion, Indigenous Teaching and Curriculum Development, Climate Action Plan, Strategic Research Plan, as well as expanded mental health and wellness programs. It was noted that under Dr. G. Siddall's leadership, ECU rose to the number 24 university in the world for art and design according to the 2022 QS World University Rankings, from number 40 in 2020.

The Chair noted that planning for interim leadership is underway, and the community will be updated in due course.

## **2. President's Update and Remarks**

Dr. Gillian Siddall, President and Vice-Chancellor, thanked K. Kerrigan for his remarks and reflected on her time with the University. She underlined the efforts and support of faculty, staff and Board members in the aforementioned achievements. She further expressed her optimism about the direction that the University is heading with respect to the Deficit Management Plan, Strategic Enrolment Management, Climate Action Plan, Indigenous program development and EDI Action Plan.

No questions or comments were made on these remarks.

## **3. Financial Review for the Nine Months Ended December 31, 2022 and Audit and Finance Committee Updates**

Lorcan O'Melinn, Chair of the Audit and Finance Committee, highlighted the following from the material included in the agenda package:

- The University is projecting significant improvements to revenue due to increased registration and higher investment interest rates. These improvements will reduce the net loss at year-end.
- Improvements in the 2022/23 deficit will improve the University's ability to meet its obligations to March 31, 2024. In addition, the Ministry has confirmed the University's request to receive advances to base grant and annual service payments similar to the previous two years.

No questions or comments were made on this update.

## **4. Budget Update 2023/2024**

Viktor Sokha, Vice-President of Finance + Administration, highlighted the most substantive change to the 2023/24 preliminary budget being the additional allocation of expenses necessary to improve the University's cybersecurity posture. Including the higher revenues described above, the adjustments result in an increased deficit of \$3M. The University is also working with the Ministry on possible assistance. V. Sokha also confirmed that discussions are ongoing with the Ministry about one-time funding. It was noted that work is underway to finalize the budget for Board approval in March.

## **III. REPORTS**

### **1. President + Vice-Chancellor's Report**

G. Siddall reported the on the following:

- The DMP is on track to decrease the deficit over the next three years and the Ministry is pleased with the plan to date. G. Siddall acknowledged the effort of all those who contributed to the plan. Special thanks were given to Viktor Sokha, Trish Kelly (Vice-President, Academic + Provost), Mark Douglas (Executive Director, Financial Services) and Chelsea Hug (Manager of Operations and Analysis in Academic Affairs).
- A subcommittee is currently completing data analysis in preparation for a synthesis to be provided at the March 10 meeting of the Strategic Planning Advisory Group. The Group's feedback will then be incorporated into a draft strategic plan.

*D. Avison left the meeting at 4:24 pm*

- The SRP was approved by the Senate during its February 22 meeting. The themes and objectives of the SRP were described. It was also highlighted that with the support from the CRC program's EDI stipend, a CRC EDI Action Plan is being developed to help with the recruitment and retention of research talent from equity-denied groups. Special thanks were given to Steven Lam, former AVP-Research and Dean of Graduate Studies, and current Senate Research Advisory Committee co-chairs, Interim AVP-Research Justin Langlois, and Associate Professor, Hélène Day Fraser.
- Work is underway to align the Climate Action Plan with other plans in facilities, community and curriculum.

A request was made to receive the President's report, including a copy of the SRP, in writing.

Questions were posed about the compensation for deans and the hiring of new associate deans. It was agreed that these questions could be taken back by Management and referred to the Audit + Finance Committee or an appropriate Board committee for consideration in due course.

## 2. Vice-President, Academic + Provost Report

T. Kelly, Vice-President, Academic and Provost, highlighted the following from her written report:

- The University is in the midst of hiring for regular faculty positions to backfill recent retirements and attrition experienced over the past few years. Additionally, it is intended to help to stabilize some of the curricular areas earmarked for growth under the Deficit Mitigation Plan and through Strategic Enrolment Management.
- As part of this audit with the Ministry, the University was visited by an external review committee in January. The committee's feedback from the visit emphasized accountability and clarity in the governance of processes. A presentation on this report will be made to the Senate to collect comments for incorporation in the University's response to the external report by May 12.

In response to a question, T. Kelly said that the announcements of sabbatical awards are sent out every year from the office of the VP, Academic + Provost. The current year's announcement is scheduled to be sent in the coming weeks.

Another question was asked about the status of the concluding report on the previous year's Strategic Plan. G. Siddall noted that the report had been prepared and agreed to resend it to any interested Board members.

Further questions were asked about the University's support for international students. Per a Board member's request, T. Kelly responded that this could be taken back to consider whether comparative figures on the usage of the Wellness Center by international students versus domestic students may be available. On the University's meal service program for international students, T. Kelly noted that the program is supported by a specific government grant.

## 3. Vice-President, Finance + Administration Report

In addition to his earlier reports, V. Sokha highlighted increases in expenses for building maintenance and energy consumption due to the return to in-person attendance, noting however that these expenses were anticipated.

There were no questions or comments on this report.

#### **4. Vice-Provost Students Report**

Marcia Guno, Vice-Provost, Students, began her report with an acknowledgement of the February 14 Annual Women's Memorial March in honour of the lives of women and gender-diverse people in the Downtown Eastside. She stated that Indigenous women, girls, two-spirit, and trans people disproportionately continue to go missing or be murdered with minimal to no action to address the systemic nature of gendered violence, poverty, racism, or colonialism.

M. Guno noted that ECU's Aboriginal Gathering Place was open and welcomed Board members to book a student-led tour. She then thanked the staff for their work in putting together the statistics for her report.

A recommendation was made for report writers to be more mindful of acronym usage in future reports. M. Guno clarified that "CBIE" stands for the Canadian Bureau for International Education. She then described the 2022 CBIE Conference, where discussions highlighted the importance of timely admission processes to secure international students. She noted that ECU has a more complex intake process due to its required portfolio review in addition to other layers for admission. Moreover, additional work needs to be done to address specific issues for EDI, Indigenous and gendered students.

A question was asked about whether the Chosen Name System Review will also address similar concerns with ECU's OneCard program. M. Guno said that the committee is working on reviewing and improving the process. In light of the more widespread impact of some of the issues (e.g., for convocation, MyEC, etc.) it is anticipated that a more collaborative effort will be required. Discussions are underway with the Chief Information Officer about possible technological solutions.

There were questions about the draft weapons policy and updates to the sexual violence and misconduct policy, including a question about appeals processes included in the policy.

An additional question about academic probation for Indigenous students was asked. M. Guno indicated these figures are not currently tracked.

*M. Guno left the meeting at 5:01 pm*

#### **IV. OTHER BUSINESS**

A Board member described two motions for the Board's decision:

- (1) To include regular presentations from the Student and Faculty Associations at Board meetings.
- (2) That financial reports be made in visual format.

Following discussion, it was agreed that the items be referred to the Governance Committee and Audit + Finance Committee respectively for consideration. It was also suggested that proposed motions and their rationale be provided in advance so Board members and Management could have time and appropriate information to consider, as appropriate.

#### **V. NEXT MEETING**

Notice was provided of a special Board meeting to approve the 2023/24 Budget on March 30, 2023, with the next regular meeting of the Board to follow on April 27, 2023.

#### **VI. MOTION - ADJOURNMENT**

The meeting adjourned at 5:11 pm.