

MINUTES BOARD OF GOVERNORS — REGULAR SESSION

Thursday, December 2, 2021, 3:00-5:00 p.m.
Via Zoom webinar online meeting platform.

ATTENDANCE:

Voting Members:

Keith Kerrigan (Board Chair)	Lindsay McIntyre	Esther Rausenberg
Gillian Siddall (President + Vice Chancellor)	Lorcan O'Melinn	Keith Reynolds
Megan Ellis	Alex Phillips	Emma Somers
Mary Macaulay		

Regrets: Sonny Assu, Stephanie Schneider, Charles Simon

Guests: Trish Kelly (Provost + Vice-President Academic), Mark Douglas (Executive Director Financial Services), Kevin Bird (Director, Recruitment, Admissions, International Development + Registrar), Marcia Guno (Vice Provost, Students), Sandeep Grewal (Chief Information Officer), Andy O'Neill (General Manager, P3 Facility Operations), Heather Sanford (Interim University Secretary), Christen Downie (Associate University Secretary)

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 3:32p.m.

The Chair extended thoughts to British Columbians who are dealing with the impacts of severe flooding across the province.

2. Adoption of the Agenda

Moved / Seconded

Carried.

3. Approval of the Board Regular Session Minutes of September 23, 2021.

Moved / Seconded

Carried.

Approval of the Board AGM Session Minutes of September 23, 2021.

Moved / Seconded

Carried.

II. BUSINESS

1. For discussion: Board Self-Evaluation Survey + Report to the Board

Keith Reynolds (Chair, Board Governance Committee) presented an overview of the annual Board self-evaluation and summary of last year's survey results. He noted the results of the evaluation were positive overall: of 27 questions, only eight received less than an 80% (positive) rating. Focusing on those eight areas identified for improvement, five actions were proposed for discussion at a future board meeting:

- Board training on the respective roles of administration and the Board, as outlined by legislation, policies and best practices.
- Ensuring distribution of information to the Board as early as possible, particularly complex information.
- Adequate Board input in the university's' strategic planning process.
- Board training on financial and risk management issues.
- Regular discussions regarding recruitment of new Board members.

The Board Chair reiterated the recommendation for a firm deadline for receipt of agenda submissions, with the caveat that there may always need to be exceptions.

2. For approval: Resolution Regarding Banking

Mark Douglas (Executive Director, Financial Services) provided an overview of the Resolution Regarding Banking. The only changes noted were to the names of individuals who fill the roles of Board Chair and Board Vice Chair, and the vacancy in the VP, Finance + Administration position. The addition of the Controller position as a first signature was also noted as a signing authority change, due to the vacant VP, Finance + Administration position.

Moved / Seconded that, on the recommendation of the Finance and Audit Committee, the Board approves the Resolution Regarding Banking – Form 380, Royal Bank of Canada, as presented.

Carried.

III. REPORTS

1. Chair's Report

The Chair provided an update on the positive meeting he and the President + Vice-Chancellor, had in November with Deputy Minister Shannon Baskerville and Assistant Deputy Ministers Kevin Brewster and Jason Butler, Advanced Education and Skills Training.. At the meeting, the Chair shared ECU's concerns in regards to financial challenges, which he felt were acknowledged and well known to the government representatives at the meeting. A further meeting re: ECU's financial situation has been scheduled in December with the Board Chair,

Vice-Chair, ECU Executive Director of Financial Services, M. Douglas, and Mr. Brewster and Mr. Butler.

The Chair referred to the need to fill positions on the Board Finance + Audit (F+A) Committee and noted the challenge presented by the vacancies in the Order in Council seats on the Board. The Chair will serve as a voting member of the F+A Committee in the interim, and until the Board has a full complement of external members and the Committee has additional members.

2. President + Vice-Chancellor's Report

The President + Vice-Chancellor provided highlights from her circulated report. Board members inquired about reporting requirements in relation to COVID transmissions within post-secondary institutions and whether there had been any pushback in response to ECU's vaccine mandate for discretionary events.

3. Vice President, Academic + Provost's Report

The VP, Academic + Provost referred to the circulated report and commented on significant planning underway for the Spring term. Deficit mitigation modelling and various scenarios for cost reductions and revenue generation, as well an update on EDI Action Plan, were highlighted.

4. Vice Provost, Students' Report

The Vice Provost, Students, updated the Board on the efforts of the Student Enrollment Management Group to develop a plan for ECU that identifies targets for student recruitment, retention and enrollment in alignment with ECU values, priorities and goals. The Student Enrollment Management Plan, along with ECU's identified goal to implement a direct entry process by September 2023, are viewed as ways to bring greater financial certainty and stability to the work done by Student Services.

Further updates:

- On track to meet enrollment targets for Fall 2022 intake.
- Recent Open House, held in collaboration with campus partners, was a success with approximately 100 participants.
- Work required under the *new Sexual and Gender-based Violence and Misconduct Policy*, including creation of an advisory committee is ongoing and committee meetings will be scheduled soon.

There was discussion. Some Board members inquired about next steps regarding implementation and reporting under Policy 3.6. It was recommended that Sue Dorey, Program Manager, Violence Reduction + Incident Response, provide an update to the Board on next steps at a future meeting.

Action Item:

- The Program Manager, Violence Reduction + Incident Response, will be asked to provide an update to the Board at a future meeting on next steps, processes and procedures re: the *Sexual and Gender-based Violence and Misconduct Policy*.

5. Executive Director, Financial Services Report

Mark Douglas, Executive Director, Financial Services, referred to the circulated report and commented on undergraduate registration and exceeding budget projections for the Fall term. It was noted that registration for the Spring term is tracking the same way and could result in improvements to ECU's projected budget deficit: \$2 million to \$2.5 million, rather than the budgeted \$2.8 million.

The Executive Director noted that ECU's deficit for next year is anticipated to be approximately \$5 million; however, there is still work to be done on next year's budget including review and finalization of deficit mitigation strategies. It was emphasized that tuition increases being considered as part of the budget process would align with those of other post-secondary institutions in B.C. and art and design universities in Canada.

Community information sessions on ECU finances held in December were very well attended and well received. The sessions provided opportunities to educate the community and provide transparency about ECU's finances, as well as obtain feedback on the type of information the community would like to see. This input will be used to shape future information sessions. A Board member requested that a recording of the next financial session be shared with members who are unable to participate.

6. General Manager, P3, Facilities Report

Andy O'Neill, General Manager, P3, Facilities, provided highlights on the Broadway Subway Project and construction of the Great Northern Way-Emily Carr Station. The majority of excavation work north of ECU has been completed, with tunnel dig to commence in spring 2022 and continue through the next few years. It was noted that installation of a sound barrier between the construction site and campus has been effective in preventing disruption to ECU. A Board member recommended ECU request additional sound mitigation measures.

As part of the project, ECU has been approached and discussions have commenced about the university's participation in permanent and/or changeable art installations on subway surfaces leading to campus.

Data from provincial health authorities since September 2021 indicate cases of COVID in post-secondary institutions in B.C. remain low and widespread vaccination policies for post-secondary schools are not being recommended.

Utility consumption has increased with increased activity as faculty, staff and students return to campus.

7. Board Committee Updates

- **Board Finance + Audit (F+A) Committee:**

Lorcan O'Melinn, F+A Committee Chair, reported on the Committee's recommendation that ECU begin budgeting for a 2% tuition increase for domestic students and begin planning different scenarios for international student tuition increases for the upcoming year. It was noted a 2% cap on tuition increases exists for domestic students, but there is no cap on fees for international students.

The Committee intends to initiate a review of ECU's current investment policies so they are updated in time for ECU's 100th anniversary fundraising campaign, which is slated to start next year.

- **Board Governance Committee:**

Keith Reynolds, Governance Committee Chair, reported on the Committee's work in relation to the Board self-evaluation and presidential reappointment policy and procedures. The Committee will also be reviewing other university policies identified as priorities by President's Executive Committee.

- **Board Executive + HR Committee:**

Keith Kerrigan, Executive + HR Committee Chair, also commented on the draft presidential review policy and procedures and the ongoing work of Senate and the Board Governance Committee in reviewing the policy.

IV. OTHER BUSINESS

1. A Board member raised the urgency of appointing new board members to the ECU Board to fill current and upcoming vacancies.

Board members were encouraged to consider names of potential nominees they may be able to share with the Board Governance Committee. Members were reminded the Board is currently seeking fundraising skills in a new member.

Heather Sanford, Interim University Secretary, provided an update on next steps in the Board recruitment process and the upcoming call to the university community for nominations for one external Board member to be appointed by Cabinet and one external Board member to be nominated by the ECU Alumni Association and appointed by Cabinet.

The Chair and several Board members acknowledged again that this was Sonny Assu's last meeting and shared their gratitude with Sonny for his time and efforts as a member of the Board over the years.

V. NEXT MEETING: February 17, 2022

VI. ADJOURNMENT: The meeting adjourned at 4:48 p.m.