

MINUTES **BOARD OF GOVERNORS — REGULAR SESSION**

Thursday, October 15, 2020, 2:00-5:00 p.m.
Via Zoom online meeting platform.

ATTENDANCE:

Voting Members:

Kim Peacock	Randy Lee Cutler	Esther Rausenberg (<i>departed 2:55 p.m.</i>)
Geoff Plant	Scott Hawthorn	Keith Reynolds
Gillian Siddall	Selina Huang	Emma Somers
Jacob Brennan	Alex Phillips	Bill Tam

Regrets: Sonny Assu, Keith Kerrigan

Guests: Trish Kelly, Michael Clifford, Kevin Bird, Adrian Tees, Suzanne Dorey, Mark Douglas, Louisa Liu, Philippa Mennell, Christen Downie, Lori MacDonald (ECSU staff), Alia Hijaab Ebayed (ECSU staff)

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 — Kim Peacock, Chair, called the meeting to order at 2:08 p.m.
2. The Chair thanked outgoing Board members Randy Lee Cutler and Bill Tam for their contributions and years of service to the Board. Both members said a few words. It was noted that a call for nominations has been issued for a new Board faculty representative.
3. Adoption of the Agenda
Moved / Seconded. **Carried.**
4. Approval of the Previous Board AGM Minutes of Sept. 17, 2020
Moved / Seconded. **Carried.**
5. Approval of the Previous Regular Session Minutes of Sept. 17, 2020
Moved / Seconded. **Carried.**

II. BUSINESS

1. For information: Report from Finance + Audit Committee

Geoff Plant, Chair of the Board Finance + Audit Committee (F+AC), reported that the committee met on October 6, 2020. There was a discussion about the F+AC committee terms of reference and a recommendation put forward that Governance Committee consider revision of the terms of reference to enable increased board membership on the committee. The F+AC also reviewed the budget.

2. For approval: 2020/21 Final Budget

The Chair invited Michael Clifford, VP, Finance + Administration to make a presentation on the 2020/21 Final Budget. The VP, Finance + Administration, referred to the distributed budget and noted that the 2020/21 budget planning process has been affected as a result of the COVID-19 pandemic. Prior to COVID, an operating budget surplus of \$8,863 had been anticipated; however, unanticipated COVID-related impacts had a significant effect on budget assumptions. A Provisional Budget was prepared and presented to the Board in June with development of a Final Budget to take place after the add/drop period in mid-September.

The Final Budget projects a net operating deficit of \$925,701. This is largely due to additional COVID-related costs and lost income. Areas of identified savings and additional revenue were presented. It was pointed out that new positions as of January 1st are reported on an annualized basis and that these figures will have a more significant impact on budgets in future years, when full year salary costs come into effect.

Spring registration for domestic and international undergraduate students was estimated at 85% projected fall registration, with an increase in international registration. There was discussion regarding where international students are from. There was also discussion about what ECU considers stable enrolment for international versus domestic students. It was noted that the Strategic Enrollment Committee has looked into scenarios related to stable enrolment and will continue to do so this year.

It was reported that the 2020/21 Final Budget was reviewed with the Senate Budget Committee on Oct. 9th. The Senate Budget Committee passed a motion recommending the Board approve the 2020/21 Final Budget. A motion was also proposed regarding a freeze on tuition and ancillary fee increases for budget planning for 2021/22. There was discussion and it was recommended that additional information should be provided prior to a vote on the motion. The motion was postponed to follow presentation of further information from the VP, Finance + Administration at a special Senate Budget Committee meeting to be held as soon as possible.

Moved / Seconded that the Board of Governors approve the 2020/21 Final Budget as presented.

Carried.

3. For information: Report from Governance Committee

Keith Reynolds, Governance Committee Chair, reported that the Board Self-Evaluation Survey will be distributed to the Board shortly.

It was noted that the Crown Agencies and Board Resourcing Office (CABRO) has advised ECU that the selection process to fill the two vacant ECU board positions may be delayed into spring 2021 as a result of the B.C. provincial election process. The Board Governance Committee will prepare the request for appointments submission that is required by CABRO in early December. Board members are encouraged to put forward nominations for board member candidates.

4. For approval: Recommendation from Governance Committee to amend the Finance + Audit Committee Terms of Reference

The F+AC recommended that Governance Committee consider revision of the F+AC terms of reference (TOR) to enable increased board membership on the committee. The Governance Committee reviewed the TOR and passed a motion to recommend Board approval of revised F+AC TOR, such that the membership lists “at least three voting board members.”

Moved / Seconded that the Board of Governors approve the amendment to the Finance + Audit Committee Terms of Reference as presented.

Carried.

5. For information: Presentation on policy review and draft revision of *3.6 Sexual and Gender-based Violence and Misconduct Policy*.

Sue Dorey, Program Manager, Violence Reduction + Incident Response, presented proposed revisions to the *3.6 Sexual and Gender-based Violence and Misconduct Policy* as part of the three-year review of the policy. The proposed revisions incorporate research on current standards of practice and were shared with the Board for information and feedback. Several Board members commended Sue, Adrian Tees and the policy review task force on their work, including the effective integration of consultation feedback into the latest version of the policy. The policy will be brought back to the board for approval at a future meeting.

Suzanne Dorey left the meeting.

6. For information: Presentation of HR Metrics Report

Adrian Tees, AVP, HR, presented an initial draft of the HR Metrics Report and noted that development of the report satisfies some of HR's policy reporting requirements. It was mentioned that the Board Executive + HR Committee has reviewed the draft report and provided valuable feedback, including a recommendation to acquire comparative data to better understand and benchmark against trends within the institution and across the public post-secondary sector. The AVP, HR, asked Board members to consider what would be helpful in their work from an HR perspective and to contact him with any questions or feedback about the report.

Action: Board members to direct any further questions or feedback to the AVP, HR.

Action: The AVP, HR, will share feedback on the draft report with the HR team and begin investigating accessible trending data for input to the report.

7. For information: President Evaluation Process

The Chair provided an update on the presidential performance review process for 2020/21. It was recommended that prior to initiating this year's process with McLaughlin & Associates, the Board should review the questions included in last year's 360 presidential review for relevancy. The Chair will send the questions to Board members for feedback and input. A member recommended that the Board should review results of the presidential review report in an in camera session prior to discussing with the president. There was discussion.

Action: The Chair will send questions from the 2019/20 presidential review to the Board of Governors for review and feedback.

III. REPORTS

1. Chair's Report – The Chair reported that she and Gillian Siddall, President + Vice-Chancellor, had a meeting recently with Ministry of Advanced Education, Skills and Training officials.

There was discussion about the Chancellor selection process. The current Chancellor's term is due to expire at the end of April 2021. The Chair noted the Chancellor will be appointed by the board on nomination by the Alumni Association, in accordance with the policy on Chancellor Selection (1.12). She will be contacting Patrick Christie, President of the Alumni Association, to discuss the selection process.

Action: The Chair will meet with the President of the Alumni Association, to discuss the Chancellor selection process and coordination with the Alumni Association.

A Board member inquired about Emeriti access to the Digital Output Centre (DOC). It was noted that access is limited currently due to COVID-related restrictions, but that more information will be provided on the topic.

Action: The AVP, HR, will speak with Sally Felkai, Chief Information Officer, for details about Emeriti access to the DOC and will report back to the Board member who inquired.

The Chair referred Board members to the following reports in the board agenda package and asked if there were any questions or comments: President's report, VP Academic + Provost's report, VP Finance + Administration's report, Executive Director Student Services + Registrar's report.

A board member commended ECU for its speed and effectiveness at adapting to COVID-related restrictions and requirements, including establishment of online learning. The President + Vice-Chancellor praised faculty, staff and students for their agility in the transition to online learning. It was observed that COVID has prompted questions about the future delivery of the education system at all levels. There was discussion. Bill Tam offered to be a part of future strategic discussions the board may have on this topic. The President noted that related conversations are underway and that much analysis is needed to assess the impact of online teaching.

IV. OTHER BUSINESS: There was no other business.

V. NEXT MEETING: Thursday, November 26, 2020

VI. ADJOURNMENT: The meeting adjourned at 4: 09 p.m.