

Voting Members: Carol Ryder, Chair, Sheila Taylor, Vice-Chair, Sara Anhorn, Morgan Calenso, Chris Cran, Dr. Daniel Doz, Tom Graham*, Chi Iliya-Ndule – present for Items 5-7, Mackenzie Kelly-Frère, Evan Legate, Cassandra Paul, Tammi Price, and Justin Waddell – present for Items 1 -11.

Regrets: Adrian Stimson, Quynn Covey

Guests: Dr. Rob Stone, Associate Dean Research, Internationalization and Graduate Studies - present for Item 3 and John Galloway, Strategy Consultant and Principal at Framework Partners Inc – present for Item 12.

Observers: Ian Fitzgerald, Gurman Sahota and Tanya Mryglod.

Management & Resource Members: Joanne Deaver, Executive Assistant to the President (Scribe), Dr. Janis Goldie, Dean, Academic Programs, Wendy Harding, Executive Director, People and Culture, Jamie Leong-Huxley (Teams), Dr. Pablo Ortiz, Dean of Students, Scott Powell, Vice President Finance and Operations, and Cherie Tutt, University Secretary.

*via Teams.

The Chair welcomed members to the February 27, 2024 meeting, and introduced Mackenzie Kelly Frère, the new General Faculties Council (GFC) nominated Board Member.

The Chair then provided the land acknowledgement, called the meeting to order at 4:08 p.m. and confirmed quorum.

1. Approval of the Agendas

Moved / Seconded

That the Agendas for the February 27, 2024 Board of Governors meeting be approved.

Carried

2. Conflict of Interest Declaration

The Chair reported that Sheila Taylor, Vice Chair will be excused for Item 15 during the In-Camera session, as this item pertains to her.

3. University Research Centres

Documentation was included in the meeting materials. Dr. Rob Stone presented this item.

Highlights:

- The presenter reported that the General Faculties Council (GFC) approved the creation of the University Research Centres Procedure at its January meeting. He then provided an overview of the purpose of research centres, the intent for creating them at AUArts, examples of potential funding opportunities, and emerging research areas that a centre may be developed around, such as femininity, diaspora, and health.
- In response to questions, the presenter reported that:
 - Metrics for each centre will be developed as they are created.
 - The other Canadian Art universities have established research centres.
 - Research centres will enable the university to develop partnerships with corporations. For example, Natural sciences or Engineering grants for glass departments and others.
 - For the next 12-18 months work will focus on drawing in interested parties, building the infrastructure and harmonizing faculty research areas.

4. Adoption and Receipt of the Open Consent Agenda Items

Documentation was included in the meeting materials.

The following Consent Agenda items were adopted:

4.1 December 12, 2023 Board of Governors Meeting Minutes

That the Minutes of the Board of Governors meeting held on December 12, 2023 be approved.

Adopted

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

4.2 Board Standing Committee Reports

- Finance and Audit
- Governance & HR

4.3 Board Work Plan

4.4 Constituent Reports

- General Faculties Council (Minutes)
- Students' Association
- Alberta Union of Provincial Employees
- Faculty Association

- In response to a question regarding the Students' Association report, it was clarified that the SA has voted in favour of continuing its membership with the Alberta Students' Executive Council.

4.5 Cabinet Reports

- Dean, Academic Programs Vice President Advancement
- Vice President Finance & Operations
- Dean Innovation, Learning & Development
- Dean of Students
- Executive Director, People & Culture

5. 2024-2025 Board and Standing Committee Meeting Schedule

Documentation was included in the meeting materials. Chi Iliya-Ndule, Chair, Governance and Human Resources (HR) Committee and Cherie Tutt presented this item.

Highlights:

- It was reported that the meeting schedule being presented is similar to the existing schedule with Committee meetings remaining on Teams and the Board meetings in-person. One change is a swap of meeting day for the Finance and Audit Committee and the Advancement Committee. It has been proposed that a two-year rolling schedule be created and a schedule for 2025-2026 will be brought forward to a future meeting for approval.
- An editorial amendment was requested.

Moved / Seconded

That the Board of Governors approve the Board and Standing Committee Meeting Schedule for 2024-2025 as recommended by the Governance & HR Committee.

Carried

6. External Community Member and Board Member Recruitment Briefs

Documentation was included in the meeting materials. Chi Iliya-Ndule and Cherie Tutt presented this item.

Highlights:

- It was reported that to aid the Board in its recruitment of governor and external community members recruitment briefs to provide to prospective members have been created, which include an overview of the organization, the university's governance and the appointment process and member expectations.
- It was requested that the external community member brief be updated to include protection from liability and insurance information.

Moved / Seconded

That the Board of Governors approve the Governor and External Community Member recruitment briefs, in the forms provided to the Board, as recommended by the Governance & HR Committee with the requested amendment to the External Community Member recruitment brief.

Carried

7. Board of Governors Expenses Policy

Documentation was included in the meeting materials. Chi Iliya-Ndule and Cherie Tutt presented this item.

Highlights:

- It was reported that the Board of Governors Expenses Policy requires annual review, and it is being proposed that a small amendment be made to add reference to the Hosting Procedure.
- There were no questions.

Moved / Seconded

That the Board of Governors approve the revisions to the Board of Governors Expenses Policy, in the form provided to the Board as recommended by the Governance and HR Committee.

Carried

8. Budget Update

Documentation was included in the meeting materials. Tom Graham, Chair of the Finance and Audit Committee and Scott Powell presented this item.

8.1 Tuition and fees proposal

- It was reported that the Finance and Audit Committee reviewed the tuition and fees proposal for 2024-2025 at its February 13th meeting and is in support of the changes.
- Management then provided the Board with a presentation on the proposed tuition and fees for domestic and international students for 2024-2025, the consultation process, comparator tuition rate data, and the rationale for removing some existing fees.
- In response to questions, it was explained that:
 - The university will not know if the government will provide backfill for tuition to address inflation until information regarding the Campus Alberta Operating Grant is released with the provincial budget on February 29, 2024.

- Limitations between the tuition cap and the international student cap (2 years) will impact AUArts. AUArts has 106 international students for Winter Term 2024.
- AUArts doesn't know what its international student allocation will be for the 2024-2025 year but is expecting this information shortly. Alberta's total is for 41,000 international students. To date, AUArts has conditionally admitted 88 international students.

Moved / Seconded

That the Board of Governors approve the 2024-2025 tuition and fees proposal as set out in the documents provided to the Board, as recommended by the Finance and Audit Committee.

Carried

8.2 IMA update

- Management reported that the university met its targets set out in the Investment Management Agreement (IMA) between the university and the Ministry of Advanced Education for the 2022-2023 year and that the university is on target to meet its 2023-2024 objectives.

9. Board Chair Report

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

Highlights:

- John Gaucher has departed from the university and was recognized for his service and contribution to the Board of Governors.
- The Board Chair is in her final 90-day holdover period and is anticipating confirmation of the new AUArts Board Chair from government by mid-March.
- The Reform of Agencies, Boards and Commissions Compensation Act (RABCCA), which governed public sector executive compensation has been repealed and there are temporary Ministerial Orders in place until a new compensation framework is developed.
- A meeting is scheduled for February 29th with post-secondary board chairs and presidents with the Minister of Advanced Education regarding the budget announcement.
- Members were encouraged to attend Gallery Crawl on Friday, March 8th.
- In response to a question, it was reported that following the budget announcement, an internal message to the community outlining the budget will be provided. It is unlikely individual post-secondaries will provide public comments, but rather a collective summary of the budget impacts will be created by the Alberta Post-Secondary Network (APSN).

10. President & CEO Report

Documentation was included in the meeting materials. Dr. Daniel Doz presented this item.

There were no questions.

11. Motion to Adjourn the Open Session and Move into the Closed Session

Moved / Seconded

That the Board of Governors adjourn the Open Session and move into the Closed Session.

Carried

The Committee adjourned the Open session at 5:18 p.m.

Secretary's Note: The Agenda for the Closed Session was approved at the beginning of the meeting.

12. Strategic Planning

Documentation was included in the meeting materials. Dr. Daniel Doz and John Galloway presented this item.

Highlights:

- A presentation called Boldly Forward – Introducing a Growth Strategy for AUArts was shared. The presentation highlighted:
 - How AUArts compares to other post-secondaries across Canada.
 - The Alberta context.
 - Alternatives to growth.
 - The opportunities growth will create and how these opportunities could allow the university to achieve economies of scale and increase institutional sustainability.
- The Board provided feedback through a Mentimeter survey on:
 - Additional benefits or opportunities for realizing growth.
 - Whether growth is the right direction for AUArts.
 - Additional roles for the Board in supporting growth.
- The Board discussed:
 - Challenges that could impede growth.

- The current facility and space utilization and the potential options for space expansion.
- Anticipated enrollment growth in the province.
- In response to questions, it was explained that:
 - The Growth strategy will need to be incorporated into the next strategic plan.
 - Ownership of the building was sought in the past.
 - AUArts' building utilization rate is 60%.

13. Motion to Adjourn the Closed Session and Move into the In-Camera Session

Moved / Seconded

That the Board of Governors adjourn the Closed Session and move into the In-Camera Session.

Carried

The Committee adjourned the Closed session at 6:13 p.m.

Secretary's Note: The Agenda for the In-Camera Session was approved at the beginning of the meeting. Due to time constraints, Item 14. Centennial Update was postponed until the April meeting.

14. Centennial Update (Postponed)

15. Appointment of the Vice Chair of the AUArts Board of Governors to the Governance and Human Resources Committee

Documentation was included in the meeting materials.

Moved / Seconded

That the Board of Governors appoint Sheila Taylor to the Governance & HR Committee for a term equal to her term as Vice Chair, as recommended by the Governance and HR Committee, effective immediately.

Carried

16. President Update

A table document was circulated at the meeting. The President announced that he is not seeking a further term, and a timeline and budget for a Presidential Search were presented in accordance with the Presidential Search and Review Policy and Search, Selection and Appointment of a New President Procedure.

Moved / Seconded

That the Board of Governors approve the timeline and budget for the Presidential search and transition, as set out in the document provided to the Board, as recommended by the Governance & HR Committee with the requested amendments to the timeline.

Carried

17. Board Meeting Survey

18. Adjournment

The Board of Governors adjourned the meeting at 6:49 p.m. by consensus.