



BOARD OF GOVERNORS – REGULAR MEETING MINUTES

Thursday, May 17, 2018, 1:00 pm

Emily Carr University, Boardroom (D2315)

ATTENDANCE:

Voting Members:

Shauna Bryan	Bill Tam
Geoff Plant	Lucille Pacey
Ron Burnett	Alex Phillips
Sonny Assu	Nichollette Prince
Joey Cheung	Joakim Zatko
Bill Cunningham	Regrets: Kim Peacock, Kevin Bird, Bonne Zabolotney
Gaye Fowler	Non-voting member: Michael Clifford
Scott Hawthorn	Guests: Philippa Mennell, Adrian Tees, David Wotherspoon
Randy Lee Cutler	Support: Carina Clark, EA to the President + Board Secretary

I. ADMINISTRATIVE BUSINESS

1. Call to Order – Shauna Bryan, Vice Chair, called the meeting to order at 1:00 pm.
2. Approval of Previous Minutes: April 18, 2018. The minutes were approved.
Moved / Seconded to approved the April 18, 2018 Minutes. Carried
3. Adoption of Agenda. The Board agreed to table agenda item 2, move the Governance report to the in camera session, and to table reports 3-6. The updated Agenda was approved.
Moved / Seconded to approve the updated Agenda. Carried

II. BUSINESS / DECISIONS

1. Finance + Audit Committee Report – Bill Cunningham, Chair, Finance + Audit Committee, referred to the circulated financial report, and noted that the 2018/2019 Budget will be presented first, followed by the proposed tuition fee increases and the financial statements.

Michael Clifford, VP, Finance + Administration, reported that the BDO Consultants, appointed by the Ministry of Advanced Education to review the Operating Budget request, have submitted their report to the Ministry. Ministry is currently reviewing the report recommendations and have indicated that any permanent adjustment to Operating fund allocations would be effective in fiscal 2019/20.

Ministry acknowledged the financial challenges we face for fiscal 2018/19 and consequently has conferred additional \$3.5 M Operating fund allocation to assist with current year budget preparation.

Michael Clifford presented the proposed Budget details for year ending March 31, 2019 as follows:

Projected Revenue:	
Grants:	\$18,933,820
Tuition:	\$15,793,219
Total revenue (including other):	\$35,767,306
Projected Expenditures (incl salaries + other):	\$35,762,299
Projected surplus:	\$ 5,008

Michael Clifford referred to the Budget assumptions, outlined in the circulated financial package which formed basis of Budget projections.

Michael Clifford, VP, Finance + Administration presented:

- a) Motion: To approve an annual tuition fee increase as follows; Undergraduate domestic 2.0%, Undergraduate – international 3.0%, Graduate studies 0.0%.

The fees for Graduate studies will not be raised this year as current fee levels are in line with national fee levels. A Board member questioned the annual undergraduate tuition fee increases, and inquired if thorough cost savings have been reviewed in order to avoid increasing the tuition fees. Michael confirmed that cost savings have been thoroughly reviewed in all areas, and reported that the increases are in line with Ministry guidelines and market conditions. It was noted that in order to continue current level of operations, increasing the tuition fees as proposed is required. There was discussion regarding the Ministry FTE target which remains at 1,351. ECU is still over delivering FTEs but adjusting the delivery each year in order to ultimately align target and delivery.

Moved / Seconded to approve an annual tuition fee increase as follows: Undergraduate Domestic 2.0%, Undergraduate International 3.0%, Graduate Studies 0.0%. Carried

(2 opposed, 1 abstained)

Michael Clifford presented:

- b) Motion: To approve the 2018/19 all funds budget as presented, incorporating the following:

Revenue:	\$50,787,347
Expenses:	\$47,687,413
Endowment Contributions	\$ 603,000
Surplus	\$ 3,702,934

Note: the \$3,702,934 all funds surplus incorporates our 25% interest in the GNW Campus Trust which is not available for distribution.

There was a discussion regarding research grants.

Moved / Seconded to approve the 2018/19 all funds budget as presented, incorporating the following: Revenue \$50,787,347, Expenses \$47,687,413, Endowment Contributions \$603,000, Surplus \$3,702,934. Carried

(2 abstained)

Michael Clifford presented:

c) Motion: To approve the 2017/18 Audited Financial Statements.

Michael Clifford reported on the financial statements for year ended March 31, 2018. Michael provided details of the Statement of Operations by Fund and the Statement of Financial Position by Fund. Information was provided regarding revenue, expenses, surplus.

There was a discussion regarding revenue and expenditures of the Continuing Studies (CS) department. It was reported that the CS surplus this year is approximately \$74,000, and that the certified programs are high in demand and very profitable. A discussion ensued. It was requested that detailed analysis of future projected CS revenue and expenditures be reviewed by the Finance + Audit Committee.

Bill Cunningham reported that the Board Finance + Audit Committee met on May 15 to review the financial statements with the KPMG auditors, and the audit opinion is clean. Bill Cunningham thanked Michael Clifford and his team for tirelessly talking to the Government regarding the pressing ECU financial needs, and for balancing the budget.

Moved / Seconded to approve the 2017/18 Audited Financial Statements as presented.

Carried

2. TABLED - Motion: Approval of final 3.6.3 Sexual and Gender-based Violence and Misconduct Procedures for Members of the Board of Governors. *Note: This item will be on a future Board agenda.*

III. REPORTS

Ron Burnett left the meeting

1. Executive + HR Committee Report – Shauna Bryan reported on the progress of the Presidential Search. A lead candidate has been identified, and interviewed numerous times. A draft contract has been forwarded to the lead candidate to consider as a template. The candidate is clear that the review of the contract template is not a job offer. If the candidate agrees with the contract, it will be brought to the Board for final review and approval as part of the committee's recommendation to the Board. The Board and the President Search Committee will tentatively meet for an Extraordinary Board In Camera meeting on May 30, an email will be sent to Board members confirming date and time.
2. Governance Committee Report – moved to the in camera session.
3. President's + Vice Chancellor's Report – the report was included in the agenda package.
4. VP, Finance + Administration Report – the report was included in the agenda package.
5. Executive Director, Student Services/Registrar's Report – the report was included in the agenda package.
6. The Communications Report was included in the agenda package.

IV. OTHER BUSINESS – there was no further business.

V. IMPORTANT UPCOMING DATE: May 30 Extraordinary Board In Camera meeting.

VII. ADJOURNMENT - the meeting adjourned at 1:47 pm.