



BOARD OF GOVERNORS – REGULAR SESSION MINUTES

Thursday, February 21, 2019, 1:00 pm

Emily Carr University of Art + Design, Boardroom D2315

ATTENDANCE:

Voting Members:

Kim Peacock, Chair	Bill Tam
Dr. Gillian Siddall, President + Vice Chancellor	Esther Rausenberg
Sonny Assu (via teleconference)	Keith Reynolds
Gaye Fowler	Regrets: Geoff Plant, Shauna Bryan, Selina Huang
Scott Hawthorn	Non-voting members: Michael Clifford, Kevin Bird, Bonne Zabolotney
Dr. Trish Kelly	Guests: Adrian Tees, Philippa Mennell, Chantale Lavoie
Dr. Randy Lee Cutler	Support: Carina Clark
Joshua Ralph	

I. ADMINISTRATIVE BUSINESS

1. Call to Order – Kim Peacock, called the meeting to order at 1:01 pm and welcomed the new Board members.
2. Oath of Office: Joshua Ralph and Keith Kerrigan took the Oath of Office.
3. Conflict of Interest Annual declaration: Joshua Ralph and Keith Kerrigan signed the Conflict of Interest Declaration.
4. Motion: Adoption of Agenda. The Agenda was approved.
Moved / Seconded to approve the Agenda. Carried
5. Motion: Approval of November 22, 2018 Regular Session Minutes.
Moved / Seconded to approve the November 22, 2018 Regular Session Minutes. Carried

II. PREVIOUS BUSINESS

1. Board Retreat – April 4, Granville Island Hotel. Kim Peacock reported that the Board Executive + HR Committee met on February 7, and discussed the upcoming Board retreat. The Committee agreed that an external facilitator should run the retreat, and agreed to hire Daniel Presnell, VP, Strategy and Creative, Signals. The Committee met with Mr. Presnell on February 14th to discuss the agenda and goals for the Board retreat. The University Strategic Plan and unit plans will be part of the discussion at the retreat and various researchers will make presentations. Mike DeGagné, President of Nipissing University, has been invited to the retreat, and will make a presentation on indigenization of

Universities. Further information about the agenda for the Board retreat on April 4th will be forwarded to Board members via email.

III. NEW BUSINESS / PRESENTATIONS

1. Report from the President. Dr. Gillian Siddall, President + Vice Chancellor gave a presentation on research at Emily Carr University. She presented contextual information about ECU's designation as a Special Purpose, Teaching University, as well as a brief summary of the history and achievements of research initiatives at Emily Carr. Current University research projects, funding and goals were addressed and potential challenges were identified. Paramount among those faced by ECU are higher than average faculty workloads and non-competitive faculty salaries. The presentation concluded with the proposal of a number of potential solutions for further consideration. There was discussion.
2. Fundraising update and strategy. Chantale Lavoie, Executive Director, Advancement + Events, gave a presentation about fundraising at ECU. She summarized the projects and responsibilities of the Advancement + Events Office including the annual fundraising program, awards, bursaries, planned giving, sponsorships, donor relations and alumni relations, and event coordination. She provided results and goals for different fundraising streams. The Chair thanked Chantale Lavoie for her presentation. It was proposed that re-engagement of the Emily Carr Foundation Board should be discussed at the next Board Executive + HR Committee meeting.

IV. REPORTS

1. Executive + HR Committee Report. Kim Peacock thanked members of senior administration for forwarding reports in advance of Board meetings and noted how advantageous it is for members to receive the reports with the Board meeting agenda.

Kim Peacock also thanked everyone who worked on the very successful and well-attended Presidential Installation for Dr. Gillian Siddall on February 15th.

2. Finance + Audit Committee Report. Michael Clifford reported on the discussion held at the Board Finance + Audit Committee meeting of February 14th and referred to the circulated Financial Report for the ten months ended January 31, 2019.

Total revenue generated during this period amounted to approximately \$29.4M which represents an improvement of \$63,477 compared to budgeted revenue projections of approximately \$29.3M for the same period. Actual expenditures to date of approximately \$27.8M reflect a positive variance of \$983,637 or 3% compared to budgeted expenditure projections of approximately \$28.8M.

In summary, the University reports an operating surplus of \$1,554,121 for the ten months ended January 31, 2019. This reflects an improvement of \$1,047,114 compared to the prorated budget surplus projection of \$507,007 for the same period.

Factors contributing to budget variance of \$1,047,114 include:

- Ministry approved an interim budget adjustment of \$3.5M in July 2018. This adjustment was designed to address immediate fiscal challenges pending final review of external consultant's (BDO) report on the University's financial structure.

- The University faced numerous hiring lags and delays to spending the 2018/19 grant due to various factors (e.g. the volume of new hires; ability to attract qualified applicants; ability to find time to go through the hiring process/train).
- Due to the University's inability to spend the funds received in the timeline it had predicted, there are timing savings of approximately \$870,000 in the current fiscal year. In addition, non-salary timing savings of approximately \$450,000 have accumulated.
- The University will request a deferral of these savings to 2019/20, which would reduce the projected deficit.

Michael provided an update on the University's grant adjustment request. In February, the University was advised that government had reviewed the final draft of the BDO report and additional information was required. ECU was also advised that BDO is in the process of providing the requested information. The Ministry has agreed to meet with ECU personnel within the next two weeks to review the BDO report findings. A further meeting has been scheduled for March 18, 2019 between Deputy Minister Baskerville and President Siddall.

3. Governance Committee report. Keith Reynolds, Chair, Governance Committee reported on Governance items in the Board In Camera Session prior to the Regular Session Board meeting.
4. The following Administration Reports were circulated with the Board agenda package:
 Dr. Gillian Siddall, President's + Vice Chancellor report + Senate Summary
 Bonne Zabolotney, VP, Academic + Provost report
 Kevin Bird, Executive Director, Student Services/Registrar report
 Rob Maguire, Director, Marketing + Communication report

V. OTHER BUSINESS

Board members were invited to attend upcoming events at the University:

- The opening of the MFA Grad Exhibition on March 21
- The opening of the Foundation Show on April 18
- Convocation on May 4

VI. INFORMATION: The Board Committee Membership list, and List of Meetings and Events for Spring 2019 were circulated.

VIII. ADJOURNMENT: The meeting adjourned at 2:23 pm.