

EMILY CARR UNIVERSITY OF ART AND DESIGN

BOARD OF GOVERNORS REGULAR SESSION MINUTES

Emily Carr Institute
Boardroom

Friday, November 14, 2008
1:30 pm

Attendance:

Voting Members

Tracy Calogheros, A/Chair	Ron Burnett	Noel Best	Meghan King
Ruth Beer	Debra Hoggan	David Wotherspoon	John McLean
Rick Griffiths (via phone)	Gaye Fowler	Graham Case	Art Perret
John Wertschek (1:30 – 3:00 pm)			

Regrets: George Pedersen; Glenn Entis; Jake Kerr

Administration

Michael Clifford, VP Finance + Administration
David MacWilliam, Dean
Wendy Wait, University Secretary

I. ADMINISTRATION

1. CALL TO ORDER

A/Chair Tracy Calogheros called the meeting to order at 1:30 pm.

Oath of Office

Tracy Calogheros welcomed John Wertschek who was elected by faculty to the Board and is now a voting member, and administered the "Oath of Office" to John Wertschek, Graham Case and Ron Burnett (now a voting member of the Board). The statements were then signed and turned into the University Secretary for filing.

Ms. Calogheros indicated that there would be an "In Camera" session of the Board following this regular meeting.

2. APPROVAL OF THE PREVIOUS MINUTES

MOVED/Seconded to approve the minutes of the regular Board meeting of September 25, 2008 as circulated.

Carried

MOVED/Seconded to approve the minutes of the Board Annual General Meeting of September 25, 2008 as circulated.

Carried

3. ADOPTION OF THE AGENDA

MOVED/Seconded to adopt the agenda as circulated.

Carried

4. BOARD MEETING DATES

Board members were asked to review the new list of meeting dates that was included with the agenda package and revise their calendars if required. The list now includes the Senate meetings for information only.

II. BUSINESS

1. STRATEGIC PLANNING

John McLean presented background information on Strategic Planning. It was agreed that a Board Committee would be established to review the planning template; members to include a few board members and some employees who would work together to develop a plan for discussion at the President's Executive Committee, and then it would be brought back to the Board for review and discussion.

MOVED/Seconded that a committee of the Board be established to develop a draft Strategic Plan process and timeline for Emily Carr University.

Carried

Board member volunteers for the committee included: Ruth Beer; Gaye Fowler; David Wotherspoon; Meghan King; and John McLean (Volunteered to Chair the Committee).

Timeline: It was suggested that the plan would be finalized and presented to the Board for review at the May 2009 Board meeting.

2. FACULTY SABBATICAL APPROVALS

(At this point in the meeting John Wertschek declared himself in a Conflict of Interest position, and left the room)

Ron Burnett presented information from the University Sabbatical Committee on behalf of Glenn Entis who is the Board representative on the Committee. A brief discussion took place about the process of application review and number of months available to award.

MOVED/Seconded that Faculty Sabbatical/Education leave be granted to the following as recommended by the ECU Sabbatical Committee:

1. **Dennis Burke, 12 months commencing August 1, 2009**
2. **Arni Haraldsson, 12 months commencing August 1, 2009**
3. **Peg Campbell, 12 months commencing January 1, 2010**
4. **John Wertschek, 6 months commencing January 1, 2010**
5. **Fiona Bowie, 12 months commencing August 1, 2009 contingent upon her tenure review process being completed and approved.**

Carried

(John Wertschek was then invited to re-enter the meeting)

III. REPORTS

1. ACADEMIC + SENATE REPORT

ESTABLISHMENT OF FACULTIES

Recommendation from Senate for Board Consideration

Dr. Burnett presented the recommendation from Senate for the establishment of Faculties at Emily Carr University as passed at the Senate meeting on November 12, 2008 as follows:

Faculty of Culture + Community	Faculty of Design + Dynamic Media
Faculty of Visual Art + Material Practice	Faculty of Graduate Studies + Research

Dr. Burnett explained that the departments that will be defined under each Faculty have not yet been determined, and more consultation will take place within the University prior to bringing those recommendations to Senate and the Board.

A lengthy discussion took place including a review of the legislation, necessity of reviewing infrastructure costs in line with budget, fiduciary responsibilities; due process; and, the amount of consultation and discussion within the University community to achieve consensus.

MOVED/Seconded to approve the recommendation of Senate for the establishment of four (4) Faculties at Emily Carr University of Art and Design as follows:

- Faculty of Culture + Community
- Faculty of Design + Dynamic Media
- Faculty of Visual Art + Material Practice
- Faculty of Graduate Studies + Research

Carried

There was one abstention vote.

The Board requested that in future, more background information be circulated with Senate recommendations to the Board.

2. PRESIDENT'S REPORT

Ron Burnett referred the Board to the written report of the various meetings and events he has attended, and reported on the status of the VP Academic Search.

Dr. Burnett presented a brief update on Great Northern Way and the restructuring of the governance model.

It was reported that three faculty searches are currently underway for Painting; Communication Design and Visual Arts-Foundation area.

3. VP FINANCE AND ADMINISTRATION REPORT

a) Financial Information

Michael Clifford presented the financial summary report to the Board.

MOVED/Seconded to accept the financial report for the period ended September 30, 2008.

Carried

b) External Audit

The background of the hiring/retention/extension of the University's External Audit Firm was presented and a discussion took place about the Board's agreement last year that the Audit Committee would commence the preparation of a "Request for Proposals" for the 2008 fiscal year. It was explained that the board members on the ECU Audit Committee did not feel it was necessary to prepare an RFP at this time as they were satisfied with the quality, price and service being extended to the University by the current audit firm.

MOVED/Seconded that the Board of Emily Carr University endorses the recommendation of the Audit Committee to reappoint D+H Accountants as the external audit firm for the period April 1, 2008 to March 31, 2009.

Carried

Rick Griffiths, Chair of the Audit Committee stated that the Audit Committee members will meet after this fiscal year audit (May 2009) to discuss whether an RFP will be prepared for September 2009.

4. POLICY GOVERNANCE COMMITTEE

a) Intellectual Property Policy

MOVED/Seconded that the Emily Carr University Board approves *Policy 5.2 – Intellectual Property*, as circulated.

Carried

b) Terms of Reference – Awards Committee

The Board reviewed the new Terms of Reference for the University Awards Committee and requested that the document now be forwarded to Senate for their review.

IV. APPRECIATION

MOVED/Seconded that the Board of Emily Carr University express formal appreciation to the individuals who arranged the Chancellor/Vice Chancellor Installation event and the dance afterward.

Carried

V. ADJOURNMENT

There being no further business, the meeting adjourned at 3:45 pm.