

# BOARD OF GOVERNORS

June 22, 2017 Meeting #321

MINUTES

Adopted: September 21, 2017

In Attendance: Jeff Somerville, (Chair), Rob Cameron, Dianne Taylor, Gearing, Jan Austen,  
Greg Bambury, Evan Cameron, Ross Cantwell, Louise

4. Approval of Minutes May 11, 2017

No changes being requested, the minutes of May 11, 2017, were declared adopted as a true record.

5. Business Arising Minutes

The Chair advised there was no business arising from the May 11, 2017 meeting minutes.

6. Key Correspondence

There was no key correspondence to be read into the Board meeting record.

7. Consent Agenda

The Chair stated there were a number of reports presented under the Consent Agenda

## 8. Consideration of Items Removed From Consent Agenda

### Consideration of Items Removed from Consent Agenda F&PR

#### 8.1 Financial and Physical Resources Committee

period of nine weeks to build content for the new NSCAD website, for a grand total of \$38,445. The monies will be realized from the Appropriation Fund.

Moved by A. MacPherson, seconded. Carried [BOG 321/1-29]

The Board approved the motion in principle based on J. Somerville and M. MacLellan being satisfied there were no breaches of the Code of conduct and Conflict of Interest policy.

8.1.2 Minutes June 1, 2017 Item # 10 Marketing Professional and Special Project Advisor

Alan MacPherson advised this matter will be discussed in camera.

8.1.3 Minutes June 1, 2017 Item # 10 Scholarships for Fall 2017

A. MacPherson tabled the following motion:

Motion: To approve the recommendation of the Financial & Physical Resources Committee \$17,000 for admission scholarships for the fall 2017 cohort. The monies will be realized from the 2016 surplus.

Moved by A. MacPherson, seconded. Carried [BOG 321/1-30]

8.2 Governance and Human Resources Committee  
Matthew MacLellan

Consideration of Items Removed from Consent Agenda G&HR

8.2.1 Minutes June 6 2017, # 9

M. MacLellan advised this matter will be held in camera.

8.3 Audit and Risk Oversight Committee  
Louise Anne Comeau

Consideration of Items Removed from Consent Agenda A&RO

8.3.1 Minutes June 13 2017, # 13 Audited Financial Statements and Audit Report

LouiseAnne Comeau stated that Deloitte presented their report on the NSCAD financial statements for the year ended March 2017 to the Audit and Risk Oversight Committee on June 13, 2017. They reported that they did not

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Deloitte will render their audit opinion on the financial statements following approval of the financial statements today by the Board.

Motion: To approve recommendation of the Audit and Risk Oversight Committee to approve the Audited Financial Statements and Audit Report for the fiscal year and March 31, 2017.

Moved by LouiseAnne Comeau, seconded. Car [BOG 321/1-31]

For further discussion, the Board moved in camera.

Motion: By motion of Rob Cameron, the June 22, 2017 meeting of the NSCAD Board of Governors moved in camera at approximately 4:35 p.m. [BOG 321/17-32]

Motion: By motion of Alan MacPherson, the June 22, 2017 meeting of the



12.

14. Moving Forward: A Plan for Building Capacity in Recruitment and Admissions

Sharon Johnson, Gregere and Linda Hutchison left the meeting for camera discussion.

Motion: By motion of Gordon Whittaker, the June 22, 2017 meeting of the NSCAD Board of Governors moved in camera at approximately 5:15 pm. [BOG 321/17-34]

Motion: By motion of Alan MacPherson, the May June 22, 2017 meeting of the NSCAD Board of Governors moved out of camera at approximately 6:05 pm. [BOG 321/17-35]

15. Out of Camera Motion:

Motion: To recommend approval of \$330,000 for the hire of a marketing professional on a two year contract and the extension and repositioning of the contract Special Projects Advisor position to assist and provide oversight to the implementation of the recommendations in the HESA report. The monies will be realized from the 2016 surplus.

Moved by Ross Cantwell, seconded. Carried. [BOG 321/17-36]

16. In Camera

President Taylor Gearing and Kathy Connor, Executive Assistant Governance & 3 U H V L G H Q W a V Meeting for In Camera Discussion.

Motion: By motion of Rob Cameron, the June 22 2017 meeting of the NSCAD Board of Governors moved in camera at approximately 6:00 pm. [BOG 321/17-37]

Motion: By motion of Cameron Jantzer, the June 22 2017 meeting of the NSCAD Board of Governors moved out of camera at approximately 6:25 pm. [BOG 321/17-38]

17. Out of Camera Motions

President Taylor Gearing and Kathy Connor, Executive Assistant Governance & 3 U H V L G H Q W a V 2 I I L F H U H M R L Q H G W K H P H H W L Q J

Motion: The Board of Governors approves the recommendation of the Governance and Human Resources Committee. D G R S W W K H 3 U H V L G H Q W a V \* R D O V D 201718. The President is performing at a satisfactory level and the Board approves an increase in base salary of 1%

Moved by Ross Cantwell seconded Evan Cameron opposed, Rafael Macdonald abstained. Carried [BOG 321/139]

#### 18. Adjournment

By motion Rory MacDonald the June 22 2017 meeting of the Board of Governors adjourned at approximately 6:30pm. [BOG 321/140].

#### 19. Next Meeting

The next meeting of the Board of Governors will be held on Thursday, September 21, 2017. The regular Board meeting will be followed by the AGM.

Recorded by Connor Executive Assistant Governance