



## Minutes of the Board of Governors Meeting

March 7, 2016

Minutes of the regular meeting of the Board of Governors (Board) of the Ontario College of Art & Design University (OCAD U) held in Room 322, 3<sup>rd</sup> Floor Boardroom, 230 Richmond Street West at 4:32 pm on the 7th day of March, 2016.

Present: Alvaro Araya, Maggie Broda (Human Resources Committee (HRC) Chair), Nicole Collins, Andre De Freitas, Kiki Delaney, Dr. Sara Diamond (President), Bob Finlay, Claude Galipeau, Tracy Gordon (via teleconference), Roderick Grant (joined the meeting during item 2), Helen Kearns (Investment Committee Chair), Sharifa Khan (joined the meeting during item 3 and left during item 9), Raja Khanna, Mariano Martellacci, Idris Mootee, Ryan Murphy, Mark Robert, Emily Rourke, Dr. John Semple (Chair), Jaime Watt, Carol Weinbaum (Physical Resources and Capital Assets (PRCA) Committee Chair) (Items 3, 5-9 only) and b.h. Yael (Senate Chair).

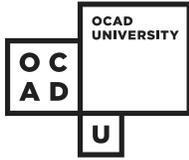
In Attendance: Carole Beaulieu, Associate Vice-President (AVP) University Relations and Board Secretary (AVP UR & Board Secretary) (all except item 2); Nicky Davis, Director, Human Resources (HR Director)(items 5-13 only); Valerie De Souza, Manager, University Governance (all except item 2), Deanne Fisher, AVP, Students (AVP Students)(items 5-13 only), Peter Fraser, Director, Finance (Director of Finance)(items 5-13 only), Tori Maas, Executive Director of Outreach, OCAD Student Union (OCADSU)(item 5-9 only); Pablo Munoz, Campaigns Commissioner, OCADSU (item 5-9 only); Dr. Jill Siddall, Interim VP Academic (Interim VPA) (via teleconference) (items 5 and 11 only), Alan Simms, VP, Finance & Administration (VP F&A) (items 5-13 only), Mark Tholen, CLTA Assistant Professor, ( Environment Design Program)(items 9-13 only) and members of the OCAD U community, including several students.

Regrets: John Albright, David Holland and Paul Rowan

### 1. Welcome and Constitution of Meeting

Dr. John Semple, Board Chair, welcomed Board members to the meeting, which was duly constituted with quorum present.

He congratulated Tracy Gordon, OCAD U alumni external Governor, on her new Project Management position with Teague, a design consultancy firm, in Seattle,



Washington, noting that she plans to continue participating in Board meetings via telephone.

He noted that there was a request to move Item 11 – Interim Vice-President Academic Report to immediately after item 5 – Consent Agenda to accommodate Dr. Jill Siddall, Interim Vice-President, Academic, who is at a conference in Montreal and will be calling in to provide her report to the Board. There were no objections to this minor adjustment to the agenda. The minutes are presented in the order of the original agenda for ease of reference to the materials.

**On motion made by Ryan Murphy, seconded by Jaime Watt and adopted, it was resolved that the Board of Governors take the meeting *in camera* at 4:36 pm.**

## **2. Update on Executive Team Positions**

The President spoke to the Board about this matter in camera without the Board Secretariat present.

## **3. Academic Matters from the President and Senate**

Board members received confidential materials in advance of this meeting. The President and Senate Chair presented the academic matters to the Board after which the Board made a decision.

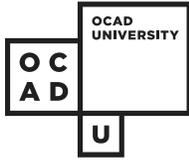
## **4. Approval of Major Capital Project Campus for the Connected World (Toronto Waterfront)**

Board members received confidential materials in advance of this meeting.

The Board Chair noted that Carol Weinbaum, PRCA Committee Chair, has declared a conflict of interest with Daniels Corporation and has excused herself from all discussions on this project. She left the meeting for this item and the VP F&A joined the meeting for this item.

The VP F&A presented the highlights of this capital project that have been reviewed in-depth by the PRCA Committee and the Audit, Finance and Risk Committee. The President added some contextual comments on the project. The Committee then had a careful discussion on the matter before making a decision.

**On motion made by Ryan Murphy, seconded by b.h. Yael, and adopted, it was resolved that the Board of Governors take the meeting out of *in camera* at 5:15 pm.**



The Board Chair then invited everyone to the public portion of the meeting, extended a special welcome to the students attending the Board meeting, and noting the minor adjustment to the order of the agenda.

## 5. Consent Agenda

The following consent agenda materials were distributed in advance of the meeting:

### **Consent Agenda Table of Contents**

1. Summary of pending action items

### **Consent agenda decision items:**

2. Approval of minutes of December 7, 2015 Board of Governors meeting

### **Consent agenda information items:**

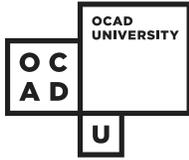
3. Information report from the President
4. Information report from the Interim Vice-President, Academic
5. Information report from the Chief Campaign Officer and Vice-President, Development
6. Information report from the Vice-President, Finance & Administration
7. Information report from the Associate Vice-President, Research & Dean, Graduate Studies
8. Information report from the Associate Vice-President, University Relations
9. Information report from Senate Chair

**On motion made by Andre De Freitas, seconded by Sharifa Khan, and adopted, it was resolved that the Board of Governors approve all the consent agenda decision items, including the minutes of the December 7, 2015 meeting of the Board of Governors (with some more details on the student presentation section item 8), and accept the consent agenda information reports, as presented.**

## 6. HRC Report

A briefing note with the Vacation Policy for Managers & Confidential Staff attached was distributed as part of the advanced materials for this meeting.

Maggie Broda, HRC Chair, introduced this item, which was discussed by the HRC at its February 16, 2016 meeting. The VP F&A spoke to the highlights of the proposed policy and the link to the fall 2015 recommendation made by the university's auditors to address this issue. The VP F&A responded to Board members questions in terms of the extent of this vacation accrual and a need to work with management and staff to develop appropriate plans to allow long-term personnel to take vacations in a timely manner within the constraints of the work



needs of the University. A Board member noted that the management team could have been consulted prior to this policy coming forward and made a suggestion that administration look into the systemic reasons for management and staff not taking vacation and accruing higher vacation balances. The VP F&A acknowledged this comment and indicated that he would further explore this matter with the Human Resources team. Following this discussion, the Board made a decision.

**On motion made by Maggie Broda, seconded by Kiki Delaney, and adopted, it was resolved that the Board of Governors approve the new Vacation Policy for Managers & Confidential Staff, as presented and as recommended by the Human Resources Committee.**

## **7. Investment Committee Report**

A briefing note about the Endowment Payout Policy for 2015/2016 was distributed as part of the advanced materials for this meeting.

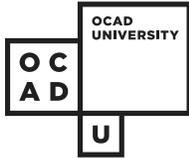
Helen Kearns, Investment Committee Chair, introduced this item providing some highlights from the briefing note on the policy that was reviewed by the Investment Committee at its January 28, 2016 meeting. The Board discussed this matter and then made a decision.

**On motion made by Helen Kearns, seconded by Sharifa Khan, and adopted, it was resolved that the Board of Governors approve a payout of 3.5% of the fiscal year beginning balance of the endowment fund towards funding the endowment commitments per individual gift agreements for fiscal year 2015/2016, as recommended by the Investment Committee.**

## **8. PRCA Committee Report**

Carol Weinbaum, PRCA Committee Chair introduced this item and provided highlights of the two pipeline capital projects, 115 McCaul Street (Student Experiential Learning Centre) and 199 Richmond St. W. (Onsite Professional Gallery) from the accompanying briefing notes, that were reviewed in detail by the PRCA Committee at its January 28, 2016 meeting. The President added a few contextual comments about each project. The VP F&A added a few comments about the funding of each project, including the public funding for the second project, and the timing of each project. The Board discussed each of these projects asking questions for greater understanding and strategic planning for each project, which were responded to by the PRCA Committee Chair, the President and the VP F&A. Then the Board made some decisions.

**On motion made by Carol Weinbaum, seconded by Claude Galipeau, and adopted, it was resolved that the Board of Governors approve the**



**undertaking of re-development of 115 McCaul St. in accordance with the program description, cost and schedule as presented, and as recommended by the Physical, Resources and Capital Assets Committee.**

**On motion made by Carol Weinbaum, seconded by Sharifa Khan, and adopted, it was resolved that the Board of Governors approve the undertaking of development of the 199 Richmond St. W. gallery project in accordance with the program description, cost and schedule as presented, and as recommended by the Physical, Resources and Capital Assets Committee.**

## **9. Audit, Finance and Risk Committee (AFRC) Report**

David Holland, AFRC Chair, was unable to participate in this meeting remotely from out of the country, so the VP F&A introduced the AFRC reports being presented to the Board noting that item 9(1)-(3) are just for the Board's information.

### **(1) Project Chroma (Enterprise Resource Planning) Update Report**

This report was received by the Board without comment.

### **(2) Statutory Government Remittance Report**

This report was received by the Board without comment.

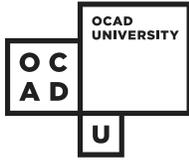
### **(3) Third Quarter (Q3) Financial Results for 2015/2016 (with enrolment update)**

This report was received by the Board without comment.

### **(4) Multi-Year Financial Forecast and Plan for 2016/2017 to 2018/2019 with Key Assumptions**

The VP F&A presented the multi-year financial forecast and plan for 2016/2017 to 2018/2019 with the aid of a PowerPoint presentation that showed trends in revenues, expenditures, enrolment, and applications. The Director of Finance then reviewed the key assumptions in the budget and forecast in terms of revenues, and expenditures. This was followed by the VP F&A speaking to the University Fund and its use to support the priorities to be identified in the Academic Plan. He concluded with discussing the forecast risk assessment chart.

The Board Chair noted that items 9(5)-9(7) would be presented by management followed by comments from the students, represented by OCADSU, followed by



the presentation of the draft motions and discussion. The minutes are presented in the order of the agenda for ease of reference to the materials.

#### (5) Approval of 2016/2017 Tuition Fees

The VP F&A introduced items 9(5)-9(7) and noted that due to the discussions with students in advance of this Board meeting, management has deferred the approval of the policy on interest on overdue student account balances from this meeting. He noted the matter will be taken back to AFRC for further consideration on payment plan and/or interest relief options for high need students to ensure the proposal responds fairly to student issues.

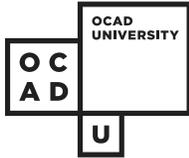
Then he turned it over to the Director of Finance who spoke to the highlights of undergraduate – domestic (eligible) and international (ineligible) tuition increases, including the Student Access Guarantee and comparison to other institutions’ international tuition fees. The AVP Students then provided some highlights of the proposed new Ontario Student Grant through modernization of the Ontario Student Assistance Program (OSAP) in order to make post-secondary education more accessible and affordable for low- and middle-income students and their families. She noted that all the details of the OSAP reform are not yet known, so it is difficult to outline the exact impact on OCAD U students at this time. She also spoke to the services being provided to international students through the International Student Office (international works study program, more on campus jobs, emergency bursary fund) as well as a set aside amount of the proposed increase being redirected to admission scholarships and more on campus work study positions for high need international students.

The Director of Finance then spoke to the four recommendations for graduate student tuition fee changes for domestic (eligible and international (ineligible) students.

The Board had a comprehensive discussion on tuition fees with different perspectives voiced after which the Board made some decisions.

**On motion made by Claude Galipeau, seconded by Andre De Freitas, and adopted, it was resolved that the Board of Governors approve that undergraduate tuition fees be increased as follows:**

- **eligible (domestic) student tuition fees be increased by the maximum allowable (3%) per the Ontario government tuition fee framework guidelines published in April 2013, as recommended by the Audit, Finance and Risk Committee.**



**On motion made by Claude Galipeau, seconded by Andre De Freitas, and adopted, it was resolved that the Board of Governors approve that undergraduate tuition fees be increased as follows:**

- **ineligible (international) student tuition fees be increased by 4% for 2016/17 and 6% for 2017/18 (that is \$744 and \$1,160 increase respectively per year for a full time student), as recommended by the Audit, Finance and Risk Committee.**

**On motion made by Claude Galipeau, seconded by Maggie Broda, and adopted, it was resolved that the Board of Governors approve that graduate student tuition fees be increased as follows:**

**(1) domestic graduate student tuition fees be increased in 2016/17 by 3% per the Ontario government tuition fee guidelines published in April 2013;**

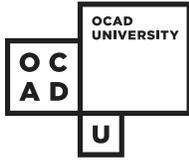
**(2) international graduate student tuition fees be increased by 4% for 2016/17 and 6% for 2017/18 for the Criticism & Curatorial Practice (CCP), Contemporary Art, New Media, and Design Histories (CADN), Interdisciplinary Master's in Art, Media and Design (IAMD), and Digital Futures (DF) programs;**

**(3) international graduate student tuition fees be increased by 5% for 2016/17 and 8% for 2017/18 for the Strategic Foresight and Innovation (SFI) and Inclusive Design programs; and**

**(4) international graduate student tuition fees for the Design for Health program be set at the per credit equivalent of \$9,403 per term for 2016/17 and be increased by 6% for 2017/18, as recommended by the Audit, Finance and Risk Committee.**

**(6) Approval of Policy on Interest on Overdue Student Account Balances**

As noted by the VP F&A earlier, the approval of this policy was withdrawn from this Board meeting; however, the matter was discussed. The Director of Finance spoke to the key proposed changes to the policy on overdue student account balances, namely a change from the current flat \$50 late fee to an interest rate charge of 1.25% per month on overdue account balances, the reasons for the change and that most other Ontario universities charge interest. The AVP Students spoke to the memo and communication she and the Director of Finance made to students to explain this change in policy from a flat fee to an interest rate charge. She highlighted that unlike other universities, OCAD U does not de-register students from the current semester if they don't pay their fees on time. She noted that under the current policy part-time students and students with small overdue balances are paying proportionately more. She added that the Financial Aid Office is there to speak with students on financial aid and with large outstanding balances to discuss options.



Pablo Munoz, Campaigns Commissioner, OCADSU, introduced the student union petition and then turned it over to Tori Maas, Executive Director of Outreach, who spoke about the tuition and fee changes from a student perspective. She then spoke about the student petition noting that there were over 800 signatures on the petition asking the Board to reject the proposal for 1.25% compound interest charge on overdue student account balances instead of the current \$50 flat fee. In recognizing that management has deferred the decision on this policy change until the matter is re-presented to AFRC for further consideration, she presented, on behalf of the student body, some questions and requests for AFRC and the Board to consider including on statistical research on overdue student accounts, the effectiveness of interest incentives and where the interest money is used; the details of how the interest is calculated (on what base), payment plan options and interest relief for students on OSAP and meetings with the Financial Aid Office for non-OSAP students with overdue balances to work out payment plans and interest-free periods. She asked AFRC and the Board to reconsider ways that this policy would affect the neediest students and to come up with appropriate solutions. OCADSU then presented the Board Chair with a hard copy of the student petition, the OCADSU questions and requests, and some student comments on the proposed policy from anonymous undergraduate, part-time and international graduate students. The Board Chair thanked the OCADSU representatives and all the students for respectfully voicing their opinions at the Board meeting and reiterated that the matter will be brought back to AFRC for further consideration of the student questions.

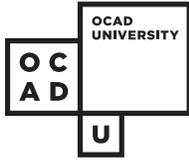
(7) Approval of Policy on Assessment of Graduate Tuition Fees for Lower Than Full-Time Course Loads

The Director of Finance briefly spoke to the methodology of assessing tuition fees for graduate students eligible for a reduced course load in a flat fee program.

**On motion made by Claude Galipeau, seconded by Dr. Sara Diamond and adopted, it was resolved that the Board of Governors approve that graduate students admitted to a flat fee program may be assessed tuition fees on a per credit basis, under specific conditions as presented and as recommended by the Audit, Finance and Risk Committee.**

## 10. President's Report

The President's discussion report with scorecard results for the third quarter of fiscal year 2015/2016 was distributed as part of the advanced materials for this meeting.



The President briefly presented the third quarter results in the fiscal year 2015/2016 institutional scorecard providing some commentary on objectives marked red or yellow on the scorecard.

She thanked those Board members who have already written letters to Minister Reza Moridi in support of a Basic Income Unit (BIU) change for OCAD University from 1.5 to 2.0 and encouraged other Board members to do so this month.

## **11. Interim Vice-President Academic Report**

A briefing note with an academic plan progress update and recruitment and enrolment update was distributed as part of the advanced materials for this meeting.

Dr. Gillian Siddall, Interim VPA (via telephone) provided her report discussing the academic planning process, including the composition of the Academic Planning Steering Committee, the principles guiding the process, the six phases of the academic plan process, including timing and key worked conducted in each phase, and the development of unit plans following approval of the University Academic Plan. The Board discussed her report and some Board members asked that faculty and students participation be consider in the second consultation phase and through other mechanisms during phase three as these phase occur during the summer months.

## **12. Other Business**

As there was insufficient time left in the meeting, the presentation on Steam Canoe at Winter Stations by Mariano Martellacci and Mark Tholen was deferred to the start of the next Board meeting.

The next meeting of the Board is May 2, 2016.

## **13. Termination**

**On motion made by Claude Galipeau, seconded by Raja Khanna, and adopted, it was resolved that the Board of Governors terminate the meeting at 7:10 p.m.**

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Dr. John Semple, Board Chair

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Carole Beaulieu,  
Associate Vice-President University  
Relations & Board Secretary