



Minutes of the Board of Governors Meeting

May 2, 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, 3rd Floor Boardroom, 230 Richmond Street West at 4:00 pm on the 2nd day of May, 2016.

Present: John Albright, Alvaro Araya, Maggie Broda (Human Resources Committee (HRC) Chair), Nicole Collins, Andre De Freitas, Dr. Sara Diamond (President), Bob Finlay, Dr. Myrna Francis, Claude Galipeau, Tracy Gordon (via teleconference for items 1-2, 4-10 only), Roderick Grant, David Holland (Audit, Finance and Risk Committee (AFRC) Chair), Helen Kearns (Investment Committee Chair), Sharifa Khan, Raja Khanna, Mariano Martellacci, Idris Mootee, Ryan Murphy (via teleconference for items 1-2 only), Mark Robert, Emily Rourke, Paul Rowan, Daniel Sawaya, Dr. John Semple (Board Chair), and b.h. Yael (Senate Chair).

In Attendance: Carole Beaulieu, Associate Vice-President (AVP) University Relations and Board Secretary (AVP UR & Board Secretary), Valerie De Souza, Manager, University Governance, Deanne Fisher, AVP, Students (items 1 – 8 only), Peter Fraser, Director, Finance (Director of Finance) (items 3 - 8 only), Leslie Gales, Campaign Cabinet Chair (item 3 only), Dr. Jeff Litwin, Chief Campaign Officer and Vice-President (VP), Development (Chief Campaign Officer and VP Development) (items 1-8 only), Dr. Helmut Reichenbacher, AVP, Research and Dean, Graduate studies (items 2 – 8 only), and Alan Simms, VP, Finance & Administration (VP F&A) (items 1 – 8 only)

Laurissa Anyas-Weiss, Project Manager; Sady Ducros, Principal; and Richard Thomas, Principal, all of Kinetic Café (items 1 - 2 only).

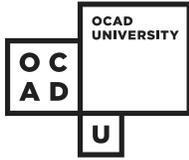
Regrets: Kiki Delaney, Jaime Watt and Carol Weinbaum

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 welcomed the two newest Board members, who were appointed to the Board by the Government of Ontario in April 2016:

- **Dr. Myrna Francis**, President of Mfran Enterprises Inc. and



- **Daniel Sawaya**, Founder & Chief Executive Officer of the AyaWas Investment Group.

2. Vision and Mission Update

The Board Chair welcomed Richard Thomas and Sady Ducros of Kinetic Café, the consultants engaged to assist the University in updating its vision and mission. He noted that Kinetic Café worked with the Board at its November 2015 retreat in a facilitated workshop to get the Board's inputs into the shifts and drivers affecting change in their business and operational environments. He added that at today's engagement with the Board Kinetic Café would update the Board on the process used to engage and get input from various stakeholder groups across OCAD University, summarize their preliminary findings to date and have a facilitated discussion with the Board around the vision components. The President then spoke briefly about the vision and mission process and the engagement of Kinetic Café to date in the process.

This was followed by Kinetic Café giving a presentation to the Board, with the aid of presentation slides that spoke to:

- their approach structure and process; and
- the initial emerging themes (with explanations of their meaning and origins) and their initial findings.

They then led the Board through an exercise to prioritize the emerging vision components that have emerged from their consultations. The Board discussed the initial emerging vision themes, asked for the vision components to be synthesized so that they could see the overlap and interplay and suggested some additional themes.

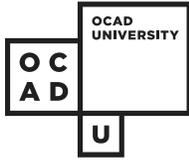
After completing this exercise with the Board, Kinetic Café left the meeting.

3. Ignite Imagination Campaign Strategy Update

As part of the advanced materials for this meeting, Board members received:

- a. the Ignite Imagination Campaign pillars breakdown; and
- b. the Ignite Imagination Campaign revenue tracking report.

The President introduced Leslie Gales, Campaign Cabinet Chair to the Board. The Campaign Cabinet Chair then provided the Board with an update on the Ignite Imagination Campaign Strategy noting that about 88% of the fundraising goals have been met (with a combination of the public and private goals). She encouraged Board members to become door-openers and invite people they know to an OCAD U event so that new people get to know about OCAD U. She



added that the Campaign Cabinet and the Development and Alumni Office would then take the next steps in the fundraising process.

4. President's Report

The President then gave her report to the Board.

(1) Approval of 2016/2017 Institutional Scorecard

She first spoke to the fiscal year 2016/2017 institutional scorecard that Board members received in advance of the meeting. She presented each of the annual objectives for the four strategic priorities. The Board discussed the institutional scorecard noting that in the future it would be helpful to provide the previous year's scorecard as a comparator.

On motion made by Dr. Myrna Francis, seconded by Helen Kearns, and adopted, it was resolved that the Board of Governors approve the 2016/2017 institutional scorecard, as presented.

(2) Creative City Campus Update

The President and the VP F&A provided the Board with an update on the Creative City Campus capital project with the aid of a PowerPoint presentation, which included discussion on:

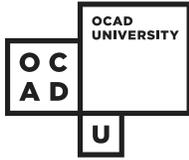
- core elements and value proposition;
- project organization structure, including work of the Steering Committee and AFRC and the Physical Resources and Capital Assets Committee;
- a preliminary project schedule; and
- existing and proposed net floor space and breakdown of proposed space usage for all construction and renovation projects on campus.

Board members discussed the capital project and presentation and the President and VP F&A responded to their questions to better understand certain components.

(3) Campus for the Connected World Update

The President and the VP F&A provided with Board with an update on the Campus for the Connected World capital project with the aid of a PowerPoint presentation, which included discussion on:

- the overall goals of the project, including support for industry-partnered research and applications;
- Phase One – creating a next generation incubator/accelerator;
- current revised status for the waterfront project; and



- summary of funding grant application to Government of Canada's Post-Secondary Institutions Strategic Investment Fund.

5. Audit, Finance and Risk Committee Report

David Holland, AFRC Chair introduced the AFRC Report noting that the AFRC discussed all these matters at their April 21, 2016 meeting.

(1) Approval of 2016/2017 Operating Budget

As part of the advanced materials for this meeting, Board members received a briefing report and appendix of accompanying schedules and notes and Board members were provided with an optional budget briefing call for Board members to delve deeper into the budget on April 29, 2016.

The VP F&A presented the 2016/2017 operating budget with the aid of a PowerPoint presentation, which highlighted:

- the changes in revenues and expenditures,
- the multi-year forecast,
- enrolment trends and projections,
- debt obligation trend (including debt per full-time equivalent student); and
- the operating budget components, including the University Fund and remedial action plan.

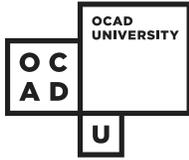
The AVP Students added some comments on the international students' recruitment strategy.

The Board then discussed the budget and the VP F&A and Director of Finance responded to Board members' questions, including on such matters as:

- the process for making decisions on the allocations for the University Fund;
- continuing studies;
- rental income;
- furniture and fixtures allocation too low after a two-year moratorium; and
- change in the contingency.

The AFRC Chair asked management to consider any leeway during the next fiscal year to allocate additional spending for furniture and fixtures in the student learning spaces to improve the student experience given the two-year moratorium.

On motion made by Claude Galipeau, seconded by Dr. Sara Diamond and adopted, it was resolved that the Board of Governors approve the



proposed fiscal year 2016/2017 operating budget for the University, as presented and as recommended by the Audit, Finance and Risk Committee.

(2) Approval of Capital Project Tender Awards

The VP F&A provided highlights of briefing notes on the two capital project tender awards:

- a. 115 McCaul Street (Phase 1) Renovation Project; and
- b. 51 McCaul Street Renovation Project.

Board members asked questions for clarification which the VP F&A responded to and then the Board made some decisions.

On motion made by David Holland, seconded by Dr. Myrna Francis and adopted, it was resolved that the Board of Governors approve the awarding of the contract for the renovation of 115 McCaul Street (Phase 1) to Steelcore Construction Ltd in the amount of \$1,036,052(HST included), as recommended by the Audit, Finance and Risk Committee.

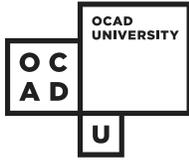
On motion made by Helen Kearns, seconded by Bob Finlay and adopted, it was resolved that the Board of Governors approve the awarding of the contract for the interior renovation project at the back of level 1 at 51 McCaul Street, to Frontier Group of Companies Inc. in an amount not to exceed \$215,000 (HST included), as recommended by the Audit, Finance and Risk Committee.

(3) Approval of Policy on Interest on Overdue Student Account Balances

The Director of Finance provided an overview of this matter, which was raised at the last Board meeting when the OCAD U Student Union presented the Board with a petition, questions and concerns. He highlighted that the matter was referred back to AFRC for further consideration and that management reviewed all the OCAD U Student Union's concerns with them, answered their questions and, as noted in the briefing notes, provided options for flexibility in the administration of the policy to consider certain student cases.

The AVP Students noted that management took several steps to communicate the rationale for the change and to mitigate the impact on vulnerable students, including:

- a memo and link to an online question and answer document sent to all students;
- a meeting with the OCAD U Student Union to review responses to the letter presented to the Board; and
- providing for the following mitigation strategies for vulnerable students:



- o a payment plan option for students who can demonstrate inability to pay;
- o a cap on interest charges; and
- o enhanced outreach and improved access to financial counseling at Financial Aid & Awards to ensure students who are in arrears have awareness of options, including work study, bursaries, the payment plan and government assistance.

The Board Chair added that he attended the AFRC meeting to ensure the matters were considered well in terms of the students' concerns raised at the last Board meeting and expressed his satisfaction with the resolution.

On motion made by Claude Galipeau, seconded by Mark Robert and adopted, it was resolved that the Board of Governors approve the effective Fall 2016 Academic Term, the implementation of an interest on overdue student account balances of 1.25% per month beginning the first of the month after the applicable term payment due deadline date, as recommended by the Audit, Finance and Risk Committee, and to be implemented as a one-year pilot.

(4) Approval of Ancillary Fees

The Director of Finance provided an overview of the ancillary fees being changed, including Learning Resources Fee, Student Union Fee, Student Union Xpace Fee, and an Orientation Fee for new students, all as recommended by the Ancillary Fee Committee consisting of representatives of both management and the OCAD U Student Union.

The President noted that AFRC had asked the OCAD U Student Union to provide their documentary support for such requested to the AFRC in the future and not just to the Ancillary Fee Committee.

On motion made by Dr. Sara Diamond, seconded by Claude Galipeau and adopted, it was resolved that the Board of Governors approve the following fee changes as presented and as recommended by the Ancillary Fee Committee and the Audit, Finance and Risk Committee:

1. Reduce the Learning Resources Fee at \$4.75 per .5 credit course to \$4.25 per .5 credit course effective Fall 2016. In the event that the Ministry of Training, Colleges and Universities awards OCAD University First Generation funding in the amounts received in 2015/16 fall/winter year for 2016/17, the Writing & Learning Centre component of this fee will be reduced to \$3.25 per .5 credit to be reconsidered February 2017 if First Generation funding from the Ministry is withheld.



2. Increase the Student Union Fee from the current fee of \$71.40 per student to \$101.00 per student effective Fall 2016.

3. Increase the Student Union Xspace Fee from \$47.92 per student to \$54.42 per student effective Fall 2016.

4. Increase the Orientation Fee (new students only) from \$10 per student to \$26 per new student effective Fall 2016.

(5) Approval of Amendment to Laptop Program Fees

The Director of Finance noted that there were some revisions to the Laptop Program for 2016/2017 that Senate had approved and that the related fee revisions have been reviewed by AFRC and recommended for Board approval.

On motion made by Andre De Freitas, seconded by John Albright and adopted, it was resolved that the Board of Governors approve the revised Laptop program fees for 2016/17, as presented and as recommended by the Audit, Finance and Risk Committee.

(6) Information Technology (IT) Security Report

The AFRC Chair noted that the AFRC had asked that this report be presented to the Board for information.

(7) Project Chroma (Enterprise Resource Planning) Update Report

This report was received by the Board for information and without comment.

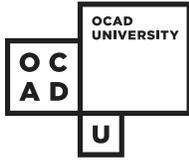
(8) Statutory Government Remittance Report

This report was received by the Board for information and without comment.

6. First Review of Board By-law Changes

As part of the advanced materials for this meeting, Board members received a summary briefing note and the proposed changes to the OCAD U General By-Law.

The Board Chair noted that this is the first review of the minor Board by-law changes that have been reviewed by the Executive Committee. Then the AVP UR and Board Secretary described the minor by-law changes and that the by-law revisions would be coming back to the Board at its June 2016 meeting for final review and approval.



7. 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 March 7, 2016 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
10. Information report from the Executive Committee Chair

On motion made by Raja Khanna, seconded by Maggie Broda and adopted, it was resolved that the Board of Governors approve all the consent agenda decision items, including the minutes of the March 7, 2016 meeting of the Board of Governors, and accept the consent agenda information reports, as presented.

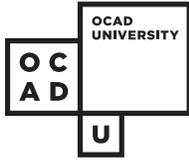
8. Other Business

The President noted that 101st Graduate Exhibition starts May 4, 2016 with the Celebrate Excellence Reception and Grand Opening, with industry tours on May 5, 2016 and continues until May 8, 2016. She encouraged everyone to come out and view the work of OCAD U's talented students.

The next Board meeting is scheduled for June 13, 2016.

The Board Chair concluded the public portion of the Board meeting.

On motion made by Helen Kearns, seconded by David Holland and adopted, it was resolved that the Board of Governors take the meeting *in camera* at 6:58 p.m.



9. Academic Matters from the President and Senate

Board members received confidential materials in advance of this meeting.

(1) Information on 2016 Honorary Doctoral Recipients

The Senate Chair noted the 2016 Honorary Doctorate recipients who will be conferred their degrees at the convocation ceremony in June 2016.

(2) Approval of Academic Administrative Reappointments

The President provided information to the Board about the one academic administrative reappointment in the Faculty of Liberal Arts and Sciences and School of Interdisciplinary Studies and the three reappointments in the Faculty of Design. She noted that due diligence had been followed in these reappointment processes. The Senate Chair supported this reappointments and the process followed. After some discussion on the matter, the Board made a decision.

10. Termination

On motion made by David Holland, seconded by Nicole Collins and adopted, it was resolved that the meeting be taken out of *in camera* and terminated at 7:04 p.m.

Dr. John Semple, Board Chair

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