

Minutes of the Board of Governors Meeting

May 5, 2014

Minutes of the regular meeting of the Board of Governors (Board) of the Ontario College of Art & Design University (OCAD U) held in Room 284, 100 McCaul Street, at 5:06 p.m. on the 5th day of May 2014.

Present: Maggie Broda, Alf Chaiton (via teleconference), Scott Clark, Miranda Corcoran (joined the meeting during item 2), Kiki Delaney (Chancellor), Dr. Sara Diamond (President) (joined the meeting during item 2), Michel Frappier (Vice-Chair), David Holland (via teleconference), Helen Kearns, Sharifa Khan, Richard Kostoff (Foundation Board Chair), Hadi Mahabadi, Robert Montgomery, Karen Prentice (via teleconference), Steve Quinlan, Dr. Carol Roderick, Naseer Roopani, Keith Rushton (Senate Chair), Dr. John Semple (Vice Chair), Ian Tudhope (Board Chair), Dr. Dot Tuer, and Matthew Vincent.

In Attendance: Carole Beaulieu, Associate Vice-President, University Relations and Board Secretary (Board Secretary); Jill Birch, Vice-President, Development & Alumni Relations (VP DAR) and President, OCAD University Foundation (items 2 and 4-8 only); Nicky Davis, Director, Human Resources (item 2 only); Valerie De Souza, Manager, University Relations; Peter Fraser (Director, Finance) (items 2 and 4-8 only); Alan Simms, Interim Vice-President, Finance & Administration (Interim VP F&A) (items 2 and 4-8 only) and other members of the OCAD U community.

Regrets: John Albright, JJ Davis, and John Vivash.

1. Welcome and Constitution of Meeting

Ian Tudhope, Board Chair welcomed members to the Board meeting.

On motion made by Chancellor Kiki Delaney, seconded by Helen Kearns and adopted, it was resolved that the Board of Governors take the meeting *in camera* at 5:07 p.m.

2. Executive Committee Report

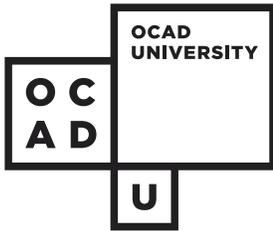
Presidential Leadership Review Update

The Board met *in camera* without the President and with the Board Secretary and Manager, University Relations to discuss an update on the presidential leadership review, including an update on the Presidential Review Committee. The Board discussed the matter in detail after which time they made a decision.

The composition of the 2008 Presidential Review Committee was further discussed.

OCAD University Foundation

The President; VP DAR and President, OCAD University Foundation; Interim VP F&A; and Director, Finance joined the meeting to discuss this matter with the Board after which all, but the Interim VP F&A left the *in camera* session. Following discussion, the Board made a decision.



By-Law Revisions (First Review)

The Interim VP F&A remained for this in camera item and left after its conclusion.

The Board Secretary provided the Board with a brief overview of the proposed by-law revisions, including changes to committee structures, in part due to the cessation of the Foundation, the tweaking of the committee mandates and some minor clarification changes. She added that this is the first review of the by-law changes with final approval by the Board occurring in June 2014. The Foundation Board Chair proposed that the Investment Committee be a standing committee of the Board, rather than a sub-committee of the Audit, Finance and Risk Committee. He also suggested that regular consent agenda committee reports be provided to the Board and that the Foundation Investment Committee members be kept as external advisors to the new Investment Committee.

3. Administrative Matters

The President provided an oral report on background information regarding this staffing recommendation.

On motion made by Robert Montgomery, seconded by Maggie Broda and adopted, it was resolved that the Board of Governors take the meeting out of *in camera* at 6:55 p.m.

The Board Chair welcomed the OCAD U community members to the public portion of the meeting.

4. 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:

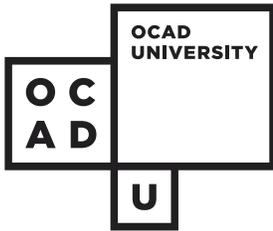
- 2) Approval of minutes of February 24, 2014 Board of Governors' meeting
- 3) Approval of contract for web conferencing and collaborative audio and video design solutions
- 4) Approval of Information & Data Classification Policy
- 5) Approval of Expanded Laptop Program – program specific fees for 2014/2015

Consent agenda information items:

- 6) Information report from the President
- 7) Information report from the Vice-President, Academic
- 8) Information report for the Vice-President, Development & Alumni Relations
- 9) Information report from the Vice-President, Finance & Administration
- 10) Information report from the Associate Vice-President, Research & Graduate Studies
- 11) Information report from the Associate Vice-President, University Relations
- 12) Information report from Senate Chair
- 13) Final Strategic Mandate Agreement (not finalized for distribution prior to the Board meeting)
- 14) Confidential briefing note on 2014 Honorary Doctorates (*confidential for Board members only*)

After the Director, Finance responded to a question from a Board member on a clarification on the tuition motion from the last meeting, the Board approved the consent agenda items and minutes.

On motion made by Rick Kostoff, seconded by Dr. John Semple and adopted, it was resolved that the Board of Governors approve all the consent agenda decision items, including the minutes of the February 24, 2014 meeting of the Board of Governors, and to accept the consent agenda information reports, as presented.



As a result, the following consent decision, in addition to the approval of the minutes, was made by the Board:

- **Approval of the awarding the contract to ET Group to provide web conferencing and collaborative audio and video design solutions not to exceed \$700,000 (before taxes), as recommended by the Audit, Finance and Risk Committee;**
- **Approval of the proposed “Information & Data Classification Policy”, as presented and as recommended by the Audit, Finance and Risk Committee; and**
- **Approval of program specific fees for the expanded Laptop Program and Print & Copy Services effective for the 2014/2015 Academic Year as per “Appendix A: Proposed Program Specific Fee Changes for Laptop Program and Print & Copy Services”, as presented and as recommended by the Audit, Finance and Risk Committee.**

5. President’s Report

Due to time running short on the agenda, the President proposed deferring the approval of the 2014/2015 institutional scorecard to the June 2014 Board meeting and the discussion of the 2013/2014 third quarter institutional scorecard results to the end of the meeting if time permitted. She then gave a brief oral update noting the great success and increased turnout for the 2014 Graduate Exhibition. She thanked Jill Birch for her work at OCAD University and noted that the search process is underway for a Chief Campaign Officer & Vice-President, Development of which the Board will be kept informed.

6. Audit, Finance and Risk Committee (AFRC) Report

Scott Clark, AFRC Chair gave a brief introduction on the AFRC meeting held on April 17, 2014 to discuss all the matters before the Board at this meeting.

The following consent information reports were received without comment:

- (1) Project Chroma Update: and
- (2) Statutory Remittance Report

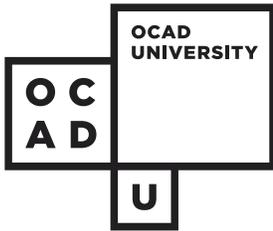
Then the following discussed reports were heard, in a slightly different order, but the order in accordance with the agenda is maintained in these minutes for ease of reference to the materials:

- (3) Approval of 2014/2015 Ancillary Fees

The Director, Finance gave a brief overview of the ancillary fee matter and the Board made a decision.

On motion made by Scott Clark, seconded by Helen Kearns and carried, it was resolved that the Board of Governors approve the following fees, as presented, and as recommended by the Audit, Finance and Risk Committee on recommendation from the Ancillary Fee Committee:

- 1. The Student Union administration fee be consolidated with the Student Union general fee and that the Student Union fee be adjusted from \$61 per full-time student and \$31 per part-time student to a flat fee charged to all students (both full time and part-time) of \$70 effective fall/winter 2014/2015, with the ability to adjust the fee annually tied to the Consumer Price Index (CPI).**
- 2. The Student Union Xpace fee be increased from \$27 per student (part-time, full-time, graduate and undergraduate) to \$47 (charged annually in fall/winter), to reflect the actual needs of Xpace effective 2014/2015 academic year, with the ability to adjust the fee annually tied to the CPI.**



3. Increase the Learning Resources Fee from \$4.25 per .5 credit course to \$4.75 per .5 credit course effective fall/winter 2014/2015.
(Of the total fee of \$4.75:
a. \$4.25 per .5 credit course is directed to the Writing & Learning Centre(WLC); and
b. \$0.50 per .5 credit course is directed to the Student Gallery for 2014/2015 subject to review by the Ancillary Fee Committee by February 2015.
In the event that the Ministry of Training, Colleges and Universities awards OCAD University First Generation funding in the amounts received in 2013/2014 fall/winter for 2014/2015, the WLC component of this fee will be reduced to \$3.75 per .5 credit to be reconsidered February 2015 if First Generation funding from the Ministry is withheld.)

(4) Approval of 2014/2015 Budget

The AFRC Chair introduced this item and invited the Interim VP, F&A and the Director, Finance to make a presentation on the 2014/2015 budget with the aid of a PowerPoint presentation. The Board discussed the budget and made a decision.

On motion made by Chancellor Kiki Delaney, seconded by Naseer Roopani and adopted, it was resolved that the Board of Governors approve the fiscal year 2014/2015 budget, as presented and as recommended by the Audit, Finance and Risk Committee.

(5) Approval of 115 McCaul Street Architect

The Interim VP, F&A provided a brief overview of this matter and noted that the process for architectural consultants will be changed going forward. The Board discussed this matter and made a decision.

On motion made by Dr. Sara Diamond, seconded by Chancellor Kiki Delaney and adopted, it was resolved that the Board of Governors approve awarding the contract for architectural services to design and implement a renovation project at 115 McCaul St. Toronto, ON to Bortolotto Design Architect not to exceed \$296,000 (before taxes), as recommended by the Audit, Finance and Risk Committee.

7. Other Business

The Interim VP, F&A noted that a contract regarding the Imagination Catalyst will be presented to the Board at its June 2014 meeting.

No other business was discussed.

The next Board meeting is to be held on June 16, 2014.

8. Termination

On motion made by Chancellor Kiki Delaney, seconded by Naseer Roopani, and adopted, it was resolved that the meeting be terminated at 7:37 p.m.

[Original signed]

Ian Tudhope, Board Chair

[Original signed]

Carole Beaulieu, Board Secretary