



Minutes of the Board of Governors Meeting Monday, June 16, 2025

Minutes of the regular meeting of the Board of Governors (Board) of the Ontario College of Art & Design University (OCAD U or the University) held in Room 322, 3rd Floor Boardroom, 230 Richmond Street, OCAD University and via videoconference at 4:00 p.m. on the 16th day of June, 2025.

Present: Colleen Baldwin (Physical Resources and Capital Assets Committee Chair), David Belous (People and Culture Committee Chair), Maggie Broda, Glenda Crisp, Aly Damji, Elizabeth Dipchand (Governance and Nominating Committee Chair (GNC Chair)) (items 7(1)-18 only), Abel Escobar, Nadia Galati, Julian (Jules) Goss, Mark Hanrahan, Stephanie Holko, Jugraj Khinda, Lanita Layton (Board Chair), Gail Lee (Audit, Finance and Risk Committee Chair (AFRC Chair)), Neal Prabhu (items 5-9 only), Heather Robson, Ana Serrano (President) (items 1-3 & 5-17 only), Nancy Snow, Kerry Swanson (items 5-19 only), Samantha Sykes, and Annie Yan.

In Attendance: Connie Arezes-Reis, Interim Executive Director, People and Culture (EDPC)(items 4-5 only), Tanya Bowes, Board Secretary, Deanne Fisher, (item 14(1)-16 only) Peter Fraser, Director, Finance (items 12-16 only), Caroline Langill, Vice-President, Academic and Provost (VPAP) (items 7(2)-16 only), Everton Lewis, Managing Director and Head of Consulting (MDHC) (item 15 only), Peter Morin, Indigenous Education Council (IEC) Chair (item 13 only), Khellon Roach, Manager, Board Governance and Privacy (items 1-3 & 6-16 only), Alan Simms, Vice-President, Finance & Administration (VPFA) (items 12-16 only), Laura Wood, Executive Director, Institutional Analysis & Budget Planning (EDIABP) (items 12-16 only).

Regrets: Brian Davis (Investment Committee Chair), Luciana Gomes Da Silva, Lalit Guglani, Hillary Marshall, and Jaime Watt.

1. Welcome, Constitution of Meeting, and Opening Remarks

Lanita Layton, Board Chair, welcomed members to the final regular Board meeting, which was duly constituted with quorum present.

2. Approval of Board Agenda for June 16, 2025



On motion made by Nadia Galati, seconded by Julian Goss, and adopted, it was resolved that the Board of Governors approve the agenda of the June 16, 2025 regular meeting, as presented.

On motion made by Heather Robson, seconded by Gail Lee and adopted, it was resolved that the Board of Governors take the meeting *in camera* at 4:06pm.

3. Declarations of Conflicts of Interest

The Board Chair asked for declarations of conflicts of interest for any *in camera* agenda items from Board members. No other conflicts were declared.

4. 2024/2025 Annual Presidential Performance Review (without the President)

As part of the advanced materials for this meeting, Board members received confidential briefing materials for this item.

The Board met *in camera* with the Executive Director, People & Culture and without the President to conduct the 2024/2025 annual presidential performance review process, which was undertaken in accordance with the Process for Annual Performance Review of the President.

The Board discussed this matter.

5. 2024/2025 Annual Presidential Performance Review (with the President)

The Board Chair invited the President to re-join the meeting and led the discussion on the President's performance review, providing the President with the Board's feedback.

6. Governance and Nominating Committee (GNC) Report

(1) Nominating Strategy Update

As part of the advanced materials for this meeting, Board members received confidential briefing materials for this item.

The Board Secretary provided a summary of upcoming vacancies on the Board, as well as Board committee assignments.

The Board then made some decisions.



7. Executive Committee Report

(1) Chancellor Renewal Process

As part of the advanced materials for this meeting, Board members received confidential briefing materials for this item.

The Board Chair led the discussion on the process to consider the renewal of Jaime Watt for a second term as Chancellor of OCAD U.

The Board then made a decision.

(2) Administrative Academic Matters

As part of the advanced materials for this meeting, Board members received confidential briefing materials for this item.

The President and VPAP presented the recommendations for two academic administrative appointments.

The Board then made a decision.

8. Academic Matters

As part of the advanced materials for this meeting, Board members received confidential briefing materials for this item.

The President and the VPAP informed the Board of the academic matters for approval.

The Board then made a decision.

On motion made by Jugraj Khinda, seconded by Samantha Skyes and adopted, it was resolved that the Board of Governors take the meeting out of *in camera* at 5:25 p.m.

9. Chair Remarks for Public Portion of Meeting

The Board Chair welcomed members to the public portion of the last Board meeting of the year.

She acknowledged the ancestral territories of the Mississaugas of the Credit, the Haudenosaunee, the Anishinaabeg and the Huron-Wendat, who are the original owners and custodians of the land on which we live, work, and create.



10. Declaration of Conflicts of Interest

The Board Chair asked for declarations of conflicts of interest for any public agenda items from Board members. No conflicts were declared for public agenda items.

11. 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
2. Approval of minutes of May 12, 2025

Consent agenda decision items:

3. Board Schedule of Meetings and Work Plan for 2025/26

Consent agenda information items:

4. Information Report from the Senate Chair
5. AFRC information reports
 - a. Statutory Remittances Report
 - b. Security Services Annual Report
 - c. Environmental Health and Safety Annual Report
 - d. Financial Whistle-blower Policy Annual Report

A Board member requested an amendment to the minutes to reflect a comment related to “the importance of sharing the Board roles and responsibilities document with prospective student representatives” during the discussion under item 10(1).

On motion made by Ana Serrano, seconded by Jugraj Khinda and adopted, it was resolved that the Board of Governors approve the minutes of the May 12, 2025 regular meeting, as amended.

On motion made by Stephanie Holko, seconded by Heather Robson and adopted, it was resolved that the Board of Governors approve the consent agenda decision items, and to accept the consent agenda information reports, as presented.

12. President’s Update

As part of the advanced materials for this meeting, Board members received the 2024/2025 institutional scorecard with the fourth quarter (Q4) results. The President provided the Board with comments on those items on the institutional scorecard that were marked in yellow or red for Q4.



The Board discussed the Q4 results and asked questions regarding (1) the relationship between OCAD U and the ArtHubs initiative; (2) the challenges in advancing the University's student housing goals; (3) the challenges of introducing flexibility in undergraduate courses while making adjustments to the number of class sections and expanding enrolments in the Faculty of Arts and Science (FAS); (4) whether management anticipated the need to cut class sections in FAS; and (5) the implementation of the Scarborough Charter Report recommendations.

The Board discussed the possibility of identifying which goals that were not achieved or completed in the fiscal year would be moved to the next iteration of the institutional scorecard.

In follow up to a request by a Board member at the May 2025 Board meeting, the VPAP provided further information on the 2025-26 scorecard goal related to Indigenous Learning Outcomes.

With the aid of a slide deck, the President then presented an OCAD U year in review listing the University's collaborations and community celebrations. The President highlighted a few new faculty and staff who were welcomed in the last academic year, and several key gatherings that brought the community together such as events for Black History Month, OCAD U's Open House, and OCAD U's Design Week. The President also spotlighted the Student Leadership Award Recipients and the Faculty Appreciation Event which recognized the dedication and career milestones of several faculty members, most notably, Associate Professor Sylvia Whitton who celebrated 40 years at OCAD U and her retirement. Other major University events noted by the President includes GradEx 110, which saw record turnouts, the inaugural OCAD U Gala which was a sold-out event, the DemocracyXChange Summit, and several exhibitions and galleries hosted by Onsite Gallery.

13. Indigenous Education Council (IEC) Presentation

[Editorial Note: Item 13 was discussed after item 14 but is presented in the minutes in numerical order for ease of reference to the materials.]

The Board Chair introduced and welcomed Professor Peter Morin, Chair of the OCAD U's Indigenous Education Council (IEC).

Professor Morin provided a high-level report on the activities at the last meeting of the IEC, including the discussion of topics such as student concerns, event planning, and institutional initiatives. Professor Morin also commented on key upcoming Indigenous-focused events, the desire for OCAD U's 150th Anniversary Committee to have Indigenous representation, and the plans to have a dedicated



space for Indigenous students made available in the Indigenous Visual Culture program starting in September 2025.

The Board thanked Professor Morin for making the time to present to the Board and for sharing the recent developments of the IEC.

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

The AFRC Chair provided a report to the Board on the AFRC meeting held on June 5, 2025.

(1) Approval of Preliminary Operating Budget Fiscal Year 2025/26

As part of the advanced materials for this meeting, Board members received a briefing note about the University's Preliminary Operating Budget for FY 2025/26, with an updated multi-year forecast assumptions attached.

The VPFA informed the Board of the reason why a preliminary operating budget was being presented to the Board at this time and confirmed that a final operating budget would be presented to the Board in October.

With the aid of slides, the EDIABP provided a high-level overview of the preliminary operating budget. She noted that over the last five years, the University's revenue have been impacted by the fluctuations in student enrolment. The EDIABP also shared with the Board, trends related to expenditures over the last five years and how it has been impacted by increased compensation. In addition, the EDIABP also shared some of the core budget assumptions, along with the multi-year financial forecast, and some of the creative strategies used to decrease the projected deficit of \$11M for 2025/26.

The President noted that, in December 2025, management had presented the Board with a projected deficit of \$11M for 2025/26. The University worked hard to reduce the amount of the deficit to \$6.6M and had proactively engaged Deloitte to conduct a review of the University's operations, while also engaging with the Ministry of Colleges, Universities, Research Excellence and Security (MCURES) to address the University's Weighted Grant Unit for student funding. She emphasized that due to the flux surrounding the Deloitte review, the MCURES discussions, and other provincial government reviews underway pertaining to the postsecondary sector, it was prudent to delay the presentation of the final operating budget until the fall.

The Board had a robust discussion and asked questions regarding the University's experience with tracking costs per student; how the provincial government categorizes an "international student" and whether this would impact students



overseas taking online courses at OCAD U; the changes to OCAD U's applications process whereby students can apply to more than one program; whether Ontario universities were lobbying together to address the same issues regarding the lack of provincial government funding; the threshold for OCAD U to move from low action to high action in regards to the provincial government's financial metrics; the causes for the decrease in domestic enrolments; how and when allocations for funding to support the Academic and Strategic Plan will be reported to the Board; and the source of the funding for the Student Experience Fund.

ACTION ITEM: Management committed to providing information pertaining to the "average cost per student over the last 5 years" in its presentation of the FY 2025/26 operating budget for approval.

On motion made by Gail Lee, seconded by Aly Damji and adopted, it was resolved that, upon recommendation of the Audit, Finance and Risk Committee that the Board of Governors approve the Preliminary Operating Budget for FY 2025/26, as presented.

(2) Strategic Mandate Agreement (SMA) 3

As part of the advanced materials for this meeting, Board members received a briefing note with an update on the status of the 2020-2025 SMA 3 and associated performance-based funding.

The EDIABP advised that the SMA 3 cycle is now complete. She reviewed the five metrics where OCAD U did not attain the performance targets and the resulting reduction in OCAD U's performance-based funding by \$63,243 in FY 2025/26.

The EDIABP confirmed that the SMA 4 that is currently underway contains fewer performance metrics.

15. OCAD U CO Presentation

With the aid of slides, the Managing Director, OCAD U CO gave a brief overview of the organization, including when and why OCAD U CO was created, the current staff complement of the organization, as well as an overview of the value proposition, strategies, and financial outlook of OCAD U CO.

The Board discussed and asked questions regarding the business model of OCAD U CO, the property which OCAD U CO is presently operating from, and the clientele base of OCAD U CO. The Board also discussed the future potential of OCAD U CO, and how it might potentially benefit OCAD U's brand and be a source of revenue generation.



16. Other Business

As part of other business, the Board Chair thanked outgoing Board members Abel Escobar, Heather Robson, and Luciana Gomes Da Silva for their contributions to the University through their service on the Board.

The President also expressed words of gratitude to the departing Board members.

On motion made, seconded and adopted, it was resolved that the Board of Governors take the meeting *in camera* at 6:53pm.

17. In Camera Session

The Board met *in camera*.

18. In Camera Session without Management

The Board met *in camera* without the President.

On motion made by Jugraj Khinda, seconded by Samantha Sykes and adopted, it was resolved that the Board of Governors take the meeting out of *in camera* at 7:25 p.m.

19. Termination

On motion made by Samantha Sykes, seconded by Julian Goss and adopted, it was resolved that the Board of Governors terminate the meeting at 7:25 p.m.

Next meeting:

The next meeting of the Board of Governors is TBD.

[Original Signed]

Lanita Layton, Board Chair

[Original Signed]

Tanya Bowes, Board Secretary