

# BOARD OF GOVERNORS

June 28, 2018 Meeting #328  
MINUTES

Adopted: September 20, 2018

**In Attendance:** Jeff Somerville\* Dave van de Wetering (Acting Chair), D



- Audit & Risk Oversight Committee
  - Louise Anne Comeau, Committee Chair
  
- Governance & Human Resources
  - Jeff Somerville, Board Chair  
(Held In Camera – End of Meeting)

With these items removed, the remaining items of the Consent Agenda were declared adopted. These include the Statutory Remittance Certificate and Officer’s Certificate - Facilities, the report of the Advancement Committee of May 24, 2018, and the SUNSCAD report.

There was no reports tabled from Alumni Association or Senate.

## **9. Consideration of Items Removed From Consent Agenda**

### **9.1 Financial & Physical Resources Committee - Minutes of June 14, 2018**

- Alan MacPherson

#### **9.1.1 Policy Revisions**

At its June 14, 2018 meeting, the Financial & Physical Resources Committee received two policies with suggested amendments, Policy 4.6 Purchasing Policy and 4.11 Operating Budget Management.

The committee was advised the Spending Control Risk Impact Assessment (SCRIA) in place last year has been lifted. Management realized some gaps and the policies were updated to ensure appropriate controls are in place.

**Motion:** To approve the recommendation of the Financial & Physical Resources Committee to approve the revisions to 4.6 Purchasing Policy and 4.11 Operating Budget Management Policy.

Moved by Alan MacPherson, seconded. Carried [BOG 328/18-36]

### **9.2 Audit & Risk Oversight Committee – Minutes of June 15, 2018**

9.2.1 At its June 15, 2018 meeting, the Audit & Risk Oversight Committee approved the Audit Financial Statement and Audit Report for the fiscal year-end March 31, 2017.

The following motion was tabled:

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

Moved by Louise Anne Comeau, seconded [BOG 328/18-37]

9.2.2







**Collectively the Senior Management Team achieved the following key deliverables in 2017-2018:**

- A budget net positive cash result (5%) for fiscal 2017-18
- A balanced budget for fiscal 2018-19
- Outcome Agreement performance measures and targets increase of six achieved measures
- Enterprise Risk Management (ERM) management and reporting
- Accountability for ERM KPI metrics
- Review of the Major Initiatives Gantt Chart 2016-2028 mapping our time-line
- NSCAD Strategic Plan Annual Reporting Template completed
- HESA Report Implementation plan is achieving results
- Facilities Planning underway with significant progress made
- Planning and implementation of the Learning Commons and on-line learning
- Donor recognition event and commitments from new donors
- Outstanding events well organized and attended
- Full occupancy of lease facilities
- New website, improved proactive communications, positive PR
- Planning underway for a Comprehensive Campaign launch

The President stated that we now need to take the lead on Advancement and voiced her confidence in NSCAD's future and looks forward to 2018-19.

**14. Elections Chair, Vice-Chair, Treasurer and Secretary**

J. Somerville advised in Nominations Committee held a meeting on June 1<sup>st</sup>. At that time, the committee was unable to reach a conclusion. Over the next two week period the Nominations Committee will reconvene and make its decisions on nominations to come forward in the Nominations Report for the AGM.

**15. AGM Planning**

J. Somerville stated that the AGM is a formal process that deals with the by-law reporting requirements.

The Board was asked to bring forward any planning items they would like to see included in the AGM.

There was discussion of the venue.



## **16. Thanks**

On behalf of the Board, J. Somerville offered thanks to President Taylor-Gearing for the great year NSCAD has just realized. The President's commitment and efforts have yielded terrific results over the past four years. What has been accomplished has been remarkable and great recognition of the President's leadership.

## **17. Other Business**

No other business.

## **18. In Camera**

President Taylor-Gearing, Kathy Connor, Sharon Johnson-Legere, Ann-Barbara Graff, Linda Hutchison and James Barmby were recused for discussion of this agenda item.

**Motion:** By motion of Louise Anne Comeau, the June 28, 2018 meeting of the Board of Governors moved in camera at approximately 5:35 pm. [BOG 328/18-39]

**Motion:** By motion of E. Currie, the June 28, 2018 meeting of the Board of Governors moved out of camera at approximately 6:20 pm. [BOG 328/18-40]

## **19. Adjournment**

**Motion:** By