



3. Declaration of any Conflict of Interest

The Board Chair noted three motions being tabled from the Governance & Human Resources Committee present conflicts of interest.

- **Appointments forwarded by the VP (Academic & Research) and Provost:**
 - o *NICOLE LEE* – Appointment to Regular Fulltime position at the rank of Assistant Professor, Art History and Contemporary Culture Art Education effective July 1, 2022.
 - o *KATIE PUXLEY* – Appointment to a First Regular Library appointment at the rank of Librarian II effective July 1, 2022.
- **Faculty Leave of Absence Request**
 - o *REBECCA HANNON* – Grant an unpaid special leave of absence commencing July 1, 2022 – December 31, 2022.

Note: Faculty (J. Green and S. Fisher) and Students (C. Parsons and O. Faye) to be recused from discussion and voting on these motions

4. Acceptance of the Agenda

The Board Chair commented the regular Getting to Know NSCAD agenda items were removed for this meeting due to time constraints and the amount of material to be covered; the item will return for future meetings. A possible short break will be added if needed today. J. Horwich also requested a change to move agenda items #16 and #17 ahead of item #0 to allow for A. Novac to participate in the discussion and voting on motions before he has to leave the meeting. The agenda was accepted as amended

Motion: To approve the June 23, 2022, Board of Governors meeting agenda as amended
Moved by J. Horwich. [BOG 359/22-34]

5. Adoption of the Meeting Minutes

The Board Chair commented the minutes were being posted. If anyone has any changes they are welcome to email her. A. Molloy has been working overtime to keep up with the extra work. The upcoming governance review will be looking into the number of meetings we could see changes. No changes being requested, the minutes of May 5, 2022 are hereby adopted as a true record

6. Business Arising

There was no business arising.

7. Key Correspondence

There was no key correspondence.

8. Consent Agenda

Maggie Marwah, Board Chair

The Chair stated there were several reports presented under the Consent Agenda and the Board had an opportunity to read the reports prior to today's meeting

There were six requests for items to be removed from the consent agenda

9. Consideration of Items Removed from the Consent Agenda

(items to be discussed under In Camera agenda item #14)

9.1 – Governance & Human Resources Committee

- Joanne Hames, Chair – G&HR
 - 9.1.1 – Consider any Promotions or Appointments forwarded by the VP (Academic & Research) and Provost*

- o NICOLE LEE – Appointment to Regular Fulltime position at the rank of Assistant Professor, Art History and Contemporary Culture Art Education effective July 1, 2022.
- o KATIE PUXLEY – Appointment to a First Regular Library appointment at the rank of Librarian II effective July 1, 2022.

9.1.2 – Faculty Leave of Absence Request

- o REBECCA HANNON – Grantan unpaid special leave of absence commencing July 1,-2022 December 31, 2022.

(items to be discussed under In Camera agenda item #16)

9.2 – Financial & Physical Resources Committee

- Jim Horwich, Chair – F&PR
 - 9.2.1 – Lease Expansion
 - 9.2.2 – Colliers’ Contract Increase
 - 9.2.3 – Policy Revision: 4.3 Entertainment & Meal Expense
 - 9.2.4 – Facilities: HPA Lease of Shed 22 & Shed 23

[*NOTE: All items above will be discussed In Camera under agenda items #14 and #16 and voted on under agenda items #15 and #17 (Faculty, Students & B. Sparks Recused from #14 & #15 only*)]

16. In-Camera: Including Senior Leadership Team

- Lease Expansion
- Colliers Contract Increase
- Policy Revision: 4.3 Entertainment & Meal Expense
- Facilities: HPA Lease of Shed 22 and Shed 23

Motion: By motion of J. Hamesthe June 23, 2022, meeting of the Board of Governors moved in-camera at approximately 4:12 p.m. [BOG 359/22-35]

Motion: By motion of C. Hannthe June 23, 2022, meeting of the Board of Governors moved out of camera at approximately 5:44 p.m. [BOG 359/22-36]

17. Out of Camera Motions

Following the in-camera session, the following motions were tabled

17.1 – Lease Expansion

Motion: To accept the recommendation of the Financial & Physical Resources Committee, the Board of Governors approve to proceed with the lease expansion of the Port campus, HPA Lease No. 474-354 – Amendment IV. If required, funds will be allocated from the Facilities budget or operating reserve.
 Moved by C. Hann. Seconded by S. McKinnon. Carried. [BOG 359/22-37]

Summary Information:
 -Area: approximately 4,200 sq. ft.
 -Term: July 1, 2022 to August 31, 2045
 -Total value of the lease expansion is \$209,000 (plus HST) payable in monthly equal installments for the first three years of the lease with no further payments for the remainder of the lease.

17.2 – Colliers Contract Increase

Motion: To accept the recommendation of the Financial & Physical Resources Committee, the Board of Governors approve the increase of value of Colliers Project Leaders Inc.'s contract by a maximum upset value of \$36,120 (plus HST) to continue with the project management and preconstruction services for the Port Renovation until the completion of the design phases, anticipated at the end of August 2022. If required, funds will be allocated from the Facilities budget or operating reserve.

The existing contract is currently set at a maximum of \$162,500 (approved by the Board of Governors in February 2021); the increase will bring the total value to \$198,620 (plus HST).

Moved by J. Keating. Seconded by M. Chiarot. Carried. [BOG 359/22-38]

17.3 –

- o Unrealized endowment investment loss of \$399k due to market volatility in later part of year (after rebalancing). Net investment income of 586k (PY 1.6M)
- Statement of Financial Position (EXPENSES)
 - o Academic compensation flat (retirements offset by cost of part time faculty hires)
 - o Facilities operations up \$906k: Port redesign costs of \$313k, repairs & maintenance costs of \$78k due to deferred maintenance, AVP and facilities coordinator roles vacant for part of PY.
 - o Ancillary expenses were up \$296k mostly due to resumption of summer camps and additional COVID costs.
 - o Administrative costs were down \$419k mostly due to various vacant positions.
 - o Interest Expense was reduced by \$95.5k as the mortgage balance was paid off.
 - o Research spending, up 95% and \$2.5k over prior year

11. Receive & Approve Audited Annual Financial Statements, Audit Report, and Approve Recommendation of External Auditors for 2022-2023

Leanne Dowe, Chief Financial Officer

J. Horwich advised that the Board of Governors first approve the statements and report, after which the auditors provide NSCA with the signed statements

Facebook: <https://www.facebook.com/AnnaLeonowensGallery/>
Instagram: <https://www.instagram.com/annaleonowensgallery/>

UPCOMING EVENTS:

Monday, Jul 4

5:30 p.m. Opening: Lara Sturzenbaum, gathering group exhibition, Alcuin Awards exhibition

Monday, Jul 11

5:30 p.m. Opening: Kourtney Bartel, Elly Grant, nora saulnier

PORT LOGGIA GALLERY & TREATY SPACE GALLERY

1107 Marginal Road, Halifax, NS

Gallery Hours: Thursday– Sunday (12 p.m.)

Thursday, Jun 23

5 p.m. / Port Loggia Gallery, 1107 Marginal Rd.

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21. Adjournment – Next Meeting

Motion: