



Minutes of the Board of Governors Meeting Monday, June 12, 2023

Minutes of the regular meeting of the Board of Governors (Board) of the Ontario College of Art and 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 12th of June, 2023.

Present: Colleen Baldwin, David Binet, David Belous, Lalit Guglani, Mark Hanrahan (items 13-20 only), Brenda Hogan (Board Chair), Abel Juarez, Roma Khanna, Gail Lee (AFRC Chair), Mohsen Mortada, Virginia Trieloff, Leanna Barwick, Alea Drain, Jules Goss (items 9-20 only), Richard Hunt, Mia Lamia, Heather Robson, Ana Serrano (President), and Lucy Song.

In Attendance: Tanya Bowes, Board Secretary & Director, Strategic Planning (BSDSP) (items 1-3 and 7-20 only), Deanne Fisher, Vice-President, Students & International (items 10-17 only), Peter Fraser, Director of Finance (item 16 only), Caroline Langill, Vice-President, Academic & Provost (VPAP) (items 10-17 only), Julie Nantais, Governance and Information/Privacy Officer (items 1-3 and 10-17 only), Alan Simms, Vice-President, Finance & Administration (VPFA) (items 10-17 only), Laura Wood, Executive Director, Institutional Analysis and Budget Planning (EDIABP) (items 10-17 only), Adam Wiendels, Executive Director, Marketing & Communications (EDMC) (items 10-17 only), and other members of the OCAD U community.

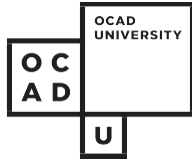
Kestin Cornwall, Assistant Professor, Faculty of Design, for items (10-13 only)

Regrets: Julie Di Lorenzo, Elizabeth Dipchand, Dave Forestell, Jarret Leaman, Hillary Marshall, Kevin Reid-Morris, and Jaime Watt.

1. Welcome, Constitution of Meeting, and Opening Remarks

Brenda Hogan, Board Chair, welcomed members to the fifth regular meeting of the Board of Governors of the academic year, which was duly constituted with quorum present.

The Board Chair 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.



The Board Chair noted that the Board meeting would be immediately followed by a year-end Board dinner for Board members and the Executive Team. She also reminded Board members of the Council of Ontario Universities Virtual Workshop for Ontario University Board members on June 22, 2023.

2. 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.

3. Approval of Board Agenda for June 12, 2023

On motion made by Richard Hunt, seconded by Mohsen Mortada and adopted, it was resolved that the Board of Governors approve the agenda of the June 12, 2023 regular meeting, as presented.

On motion made by Richard Hunt, seconded by Heather Robson and adopted, it was resolved that the Board of Governors take the meeting *in camera* at 4:09 p.m.

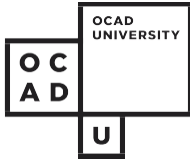
4. Declaration of Conflicts of Interest

The Board Chair asked for declarations of conflicts of interest for any of the *in camera* agenda items from Board members. The President declared a conflict for agenda item 7(1) and departed for that portion of the meeting. No other conflicts were declared.

5. 2022/2023 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 directly from the EDCP. The Board met with the EDCP and without the President to conduct the 2022/2023 annual presidential performance review process in accordance with the Process for Annual Performance Review of the President.

The Board discussed this matter.



6. 2022/2023 Annual Presidential Performance Review (with the President)

The Board Chair welcomed President Serrano to the meeting and led the discussion on the President's performance review, providing the President with the Board's feedback.

Following the discussion, the Board Secretariat was asked to join the meeting.

7. Executive Committee Report

(1) Updated Presidential Performance Review Process

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

The Board Chair provided the Board with an overview on the updated Presidential performance review process.

The Board then made a decision.

(2) Academic Administrative Matters

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

The President and VPAP provided the Board with an overview of five academic administrative appointments recommended for approval in the Faculty of Design, Faculty of Art, and Faculty of Arts and Science.

The Board made a decision.

8. Governance and Nominating Committee (GNC) Report

In the absence of the GNC Chair, Roma Khanna provided a report to the Board on the GNC meeting held on April 25, 2023.

(1) Nominating Strategy Update

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

The BSDSP provided a nominating strategy update.

9. Academic Matters



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

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

The Board discussed and asked questions.

The Board then made a decision.

On motion made by Richard Hunt, seconded by Heather Robson and adopted, it was resolved that the Board of Governors take the meeting out of *in camera* at 4:55 p.m.

10. Chair Remarks for Public Portion of the Meeting

The Board Chair 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.

The Board Chair congratulated the staff, faculty and students on a wonderful Convocation at Roy Thomson Hall on Friday, June 9.

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 15, 2023

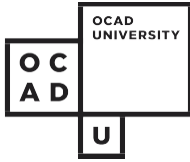
Consent agenda decision items:

3. Board Schedule of Meetings and Workplan for 2023/2024

Consent agenda information items:

4. AFRC information reports:
 - a. Statutory Remittances Report
 - b. Security Services Annual Report
 - c. Health and Safety Annual Report

On motion made by Heather Robson, seconded by Colleen Baldwin and adopted, it was resolved that the Board of Governors approve the minutes of the May 15, 2023 meeting.



On motion made by Gail Lee, seconded by David Belous 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. Indigenous Education Council Update

The Board Chair introduced and welcomed Jessica Shute, the External Co-Chair of OCAD University's Indigenous Education Council (IEC).

Ms. Shute provided a brief oral report on the IEC's recent activities and accomplishments, including a summary of the IEC's meeting on June 5, 2023. The Board was made aware of an upcoming Indigenous Visual Culture exhibit at the Ignite Gallery from June 21- August 14, 2023. The Board was also made aware of the passing of Sara Roque, a member of the IEC since 2019 and a beloved member of the Indigenous arts community.

The President thanked Ms. Shute for her role as the IEC External Co-Chair, as her tenure on the IEC is concluding this month.

13. Faculty Spotlight

The Board Chair introduced and welcomed Kestin Cornwall, Assistant Professor, Faculty of Design.

The Board viewed a video showcasing Professor Cornwall's inspiration for his creative works as an illustrator, as well as how he uses art to affect change in society. Following the presentation of the video, Professor Cornwall delivered brief remarks. He showcased his recent work as a skate deck designer and upcoming art collaborations featuring Black artists. Professor Cornwall also discussed how his childhood experiences in Windsor, Ontario, Detroit, and Michigan are reflected in his art, as well as the importance of showcasing artwork from different cultures.

The Board thanked Professor Cornwall for his presentation and asked questions about his current projects and his thoughts on the evolution of his art going forward.

[Editorial Note: Item 13 was discussed before item 12 but are presented in the minutes in numerical order for ease of reference to the materials.]

14. President's Update

As part of the advanced materials for this meeting, Board members received the 2022/23 scorecard with the Q4 results.



The President provided the Board with comments on those items on the institutional scorecard that were marked in yellow for the fourth quarter: “Advance planning of the various space renovation and refresh initiatives including the Library, 100 McCaul Lobby and Butterfield Park projects by May 31, 2023.” She explained the reasons for the delays in completing the advance planning for some of the renovation projects by the May 2023 deadline.

The Board discussed the Q4 results and asked questions regarding the (i) objective to develop at least two new revenue streams and the progress made toward this objective in 2023/23 and (ii) how developments towards the student housing objective will be communicated to the OCAD U community.

The President presented an OCAD U year in review listing the University’s collaborations and community celebrations with the aid of a PowerPoint presentation. She highlighted the introduction of Sustainable Futures Faculty Fellowships, OCAD University’s annual Graduate Exhibition, the Level Up Showcase, and the Light Up the Dark Collaboration with the Aga Khan Museum.

The President further explained how the University helps foster a sense of community through events to recognize the National Day of Truth and Reconciliation, Black History Month, and promoting Student Leadership Awards and Faculty Appreciation. Additionally, she explained how the University nurtures careers through initiatives like the Fineline Project, which helps artists and designers grow their business online while developing creative entrepreneurship skills, as well as Career Launcher Programs.

The President explained how the University promotes dialogue and engagement through a mini talk series within a Maclean’s Ideas Summit; a ‘Night of Ideas’ in partnership with the General Consulate of France in Toronto; the DemocracyXChange Summit; the Onsite Gallery; the Launch of Global Centre for Climate Action; the Launch of DESIGNwith, the new Design Incubator at CF Eaton Centre; and the Launch of Cultural Policy Hub.

The Board congratulated the President on the OCAD community’s many achievements over the past year. The Board asked questions regarding the leadership and operations for the Global Centre for Climate Action as it moves forward to promote dialogue and engagement.

15. Approval of 2023-24 Institutional Scorecard

As part of the advanced materials for this meeting, Board members received a briefing note with the 2023-24 institutional scorecard template attached.



The President reviewed the institutional scorecard with the Board, highlighting how the 2023-24 goals will move the University forward in various stages in achieving the objectives in the six-year Academic and Strategic Plan 2022-2028 (the ASP).

The Board discussed and asked for clarification regarding the revenue stream objective in the ASP and how this would be advanced in 2023-24. The Board also questions regarding the (i) objective for tracking, amplifying, and rewarding sustainable practices and research across the institution and how this would be advanced in 2023-24 and (ii) the Global Centre for Climate Action (GCCA) goal, including management of the GCCA and funding.

On motion made by Mohsen Mortada, seconded by Colleen Baldwin and adopted, it was resolved that, upon recommendation of the Executive Committee, the Board of Governors approve the Institutional Scorecard FY 2023-24, as presented.

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

The AFRC Chair provided a report to the Board on the AFRC meeting held on June 1, 2023.

(1) Website Redesign Project

As part of the advanced materials for this meeting, Board members received a briefing note with background information on the process to award the website rebuild contract with the Request for Proposals document attached.

The VPFA informed the Board that the University is undertaking a process to redesign its website with a greater focus on external audiences. He noted that the redesign process will be led by the Marketing and Communications department with a total project cost of \$500K. The VPFA added that the project cost is partially funded from an allocation from OCAD U's Student Experience Fund.

The Board had robust discussion and asked questions regarding the use of the Student Experience Fund for this project. The President explained that the Student Experience Fund was approved by the Board for actions and needs. She noted that this website is a platform that serves the students. Currently, the website serves too many functions, which creates confusion for both students and external audiences. The President added that by improving the University's branding through an updated website the (i) student experience will be enhanced and (ii) better branding will help industry leaders hire OCAD U students.

The Board also asked questions regarding how the University will address the learning curve for users of the new website; the evaluation process for any mock ups of the new



website; the cost of the budget relative to monies allocated to other projects under the Student Experience Fund; the cost of the budget and the rationale for declaring the budget in the Request for Proposal; and how the company that scored the highest bid based on the RFP requirements demonstrated its support for equity, diversity and inclusion.

On motion made by Gail Lee, seconded by David Belous and adopted, it was resolved that, upon recommendation of the Audit, Finance and Risk Committee, the Board of Governors approve the award of the website rebuild and redesign contract to Edelman Public Relations Worldwide Canada Inc. at a pre-tax cost not to exceed \$351,000.

(2) Travel Expenses Reimbursement Policy Update

As part of the advanced materials for this meeting, Board members received a briefing note outlining updates to the Travel and Expenses Reimbursement Policy (the Policy) with a track changes version of the Policy attached.

The VPFA explained that management is proposing a minor amendment to the Policy to update the reimbursement rates for personal use of employee automobiles on university business. He noted that the University's current reimbursement rate of 45 cents/per km is 10 cents/per km lower across the universities that were surveyed and is also out of date with inflation. The VPFA stated that management is seeking approval to amend the Policy to provide reimbursement at the current average rate of 55 cents/per km, which will increase the cost to the University of approximately \$5K per year. He added that a more fulsome review of the Policy will be undertaken in the upcoming fiscal year to ensure that the University is following best practices related to reimbursement of employees on university business. An updated Policy will be brought forward to the Board at its meeting in October 2023 or December 2023.

The Director of Finance explained that all Ontario universities are updating their travel policies. The President encouraged Board members to feel free to share any comparator travel and expense policies with management.

The Board discussed and asked questions regarding the University's process to complete a review of duplicate University policies or policies that need to be harmonized. The Board Chair requested that AFRC work closely with management on the further revisions to the Policy.

On motion made by Colleen Baldwin, seconded by Leanna Barwick and adopted, it was resolved that, upon recommendation of the Audit, Finance and Risk Committee, the Board of Governors approve amendments to the Travel and Expenses Reimbursement Policy, as presented.



(3) Strategic Mandate Agreement Update

As part of the advanced materials for this meeting, Board members received a briefing note containing an update on the status of the current Strategic Mandate Agreement (SMA) and associated performance-based funding with an appendix of SMA performance metrics including targets and performance for the first three years of the SMA attached.

The EDIABP informed the Board of the following updates on the SMA process since the last update provided to the Board of Governors in June 2022, including:

- Metric performance in Year 4 (FY 2023/24) will be linked to funding with 10% of total funding at risk (as opposed to the original intent of 55% in Year 4).
- A decision on the Year 5 (FY 2024/25) funding percentage is being deferred until after recommendations are received from the Blue Ribbon panel.

The President added that first potential loss in funding based on the performance metrics will be assessed in FY 2023/24. She noted that any subsequent loss in funds would not occur until FY 2024/25.

The Board discussed and asked for clarification on how (i) the metrics are measured, including an explanation of those metrics that are measured by the government as opposed to the University, and (ii) the metrics are measured year over year and whether the provincial government expects institutions to exceed any metrics where they have exceptional performance year over year.

The Board asked questions regarding how the Office of Institutional Analysis and Budget Planning would address any challenges in collecting the necessary data from faculty members to report on the metric tied to partnerships and whether the graduate earnings metric is self-reported.

17. Other Business

As part of other business, the Board Chair and the President thanked departing Board members Leanna Barwick, Simone Jones, Mia Lamia, Colleen McCleery and Heather Robson for their contributions to the University through their service on the Board.

The Board Chair wished the OCAD U community a safe and enjoyable summer. She reminded Board members of the invitation to attend the opening reception for the Onsite Gallery's new exhibition, *On Americanity and Other Experiences of Belonging*, on June 14 from 5:00 to 7:00 p.m.

On motion made by David Belous, seconded by Gail Lee and adopted, it was resolved that the Board of Governors take the meeting *in camera* at 6:38 p.m.



18. *In Camera* Session

The Board met *in camera*.

19. *In Camera* Session without Management

The Board met *in camera* without the President.

On motion made by Lucy Song, seconded by Leanna Barwick and adopted, it was resolved that the Board of Governors take the meeting out of *in camera* at 6:30 p.m.

20. Termination

On motion made by Lucy Song, seconded by Leanna Barwick and adopted, it was resolved that the Board of Governors terminate the meeting at 6:30 p.m.

Next meeting: Monday, October 2, 2023

Brenda Hogan, Board Chair

Tanya Bowes, Board Secretary