



**Minutes of the Meeting of the  
Board of Governors  
Wednesday, November 27, 2019  
Conservatory, Room 5  
7:00-9:00 p.m.  
APPROVED DECEMBER 21, 2019.**

**Voting Members Present:** Will Webster (Chair), Rob Gilbert, Lynn Loder, Edie Hancock, Tirene Padget, Andre Pretzel, Kurt MacLeod, Mark Laing, Susanne Brown (arrived 8:40)

**Ex-Officio Members Present:** Diana Rutherford (arrived 8:40), Jack Bennet (left 9:00), John Murray (left 8:30)

**Regrets:** Chris McCulloch, Olga Milosevich.

**Guest:** Carla Heggie, Privacy Officer

1. Meeting was called to order shortly after 7:00 p.m.
2. The revised order of items on the agenda was APPROVED.
3. Consideration of Board Confidentiality Agreement. Carla Heggie, the Privacy Officer, opened the discussion by reminding the Board that, in keeping with the Board's Privacy Policy, Privacy legislation, and the Confidentiality Agreement, personal information or information which may identify an individual is not to be disclosed outside of Board discussions. It was MOVED (Rob, Lynn) that the Board approve the Confidentiality Agreement and that Board members are required to sign it. Assisted by the Privacy Officer, the Board had an animated discussion of the meaning of provision (c) in the Confidentiality Agreement. There was complete agreement that opinions expressed at Board meetings must not be reported, but that, as explained by the Privacy Officer, representatives are free to discuss items in the approved minutes of the Board and to elaborate on them by describing the underlying issue, reporting that the issue was discussed (long discussion, short discussion, etc) and what was the final decision. Because the Faculty Association Board member was not present at this time because of teaching, it was AGREED to table the motion until she arrived later in the evening. When the member had not arrived by 8:30, the Board returned to the ORIGINAL MOTION. MOTION WAS APPROVED.
4. Designation of Alternate Members. Following from the last meeting, there was a discussion of the use of alternates when members, particularly Association designated representatives, are unable to attend a meeting. There was agreement that random and changing alternates are not acceptable, but that the Board would be open to consider a named alternate arrangement that would provide continuity. It was AGREED that Edie and Susannë should work together to frame a proposed by-law change to allow for named alternates, and to consider as well whether there any other provisions of the by-laws that they believe should not apply to Board members who are Association representatives.
5. Strategic Directions document. This document has been on the agenda for several meetings, and the current version under consideration includes the hand-written notes and suggestions of Mark and Chris. The Chair reminded the Board that the document was conceptualized as being a Living Document, and so could be and should be altered as needed and appropriate in the future. It was MOVED (Kurt, Rob) that the Board approve the Strategic Directions document. Following some introductory remarks, it was MOVED AS AN AMENDMENT (Mark, Rob) that on page 4, risk 3, the wording be modified to read: "...a space meant only for the privileged, middle/upper class".

APPROVED with 2 abstentions. It was then MOVED AS AN AMENDMENT (Mark, Edie) that on page 10 the entire section entitled, "Adopt and Promote the spirit and intention of the Truth and Reconciliation Commission" be deleted. The Amendment was NOT APPROVED. It was then MOVED AS AN AMENDMENT (Kurt, Lynn) that in the "Adopt and Promote..." section, the first bullet point be modified to read, "Research, acknowledge, and publicize the Conservatory's living history and how it relates to Nova Scotia's indigenous population". APPROVED, with Mark's abstention to be noted in the minutes. The MAIN MOTION was then voted upon and was APPROVED, with Mark's opposing vote to be noted in the minutes.

6. (*In camera*) Discussion of a privacy matter.
7. The Board decided that the privacy matters discussed *in camera* session should be referred to the Executive Committee, as per the Confidentiality Agreement provisions.
8. It was APPROVED BY CONSENSUS that the Minutes of October 17, 2019 be accepted as circulated.
9. It was APPROVED BY CONSENSUS that the Minutes of November 13, 2019 be accepted as circulated.
10. Under Business Arising, Jack commented that the material in the October 17<sup>th</sup> minutes concerning Kindermusik was not accurate, and that Megan Boyko's contract had not in fact been terminated. This has all been clarified with Susanne, and Nicole and Susanne will be meeting shortly with Jack.
11. Audited Financial Statements. While the audited financial statement document, which relates to the time up to June 30, 2019, will be considered at the AGM, the Board moved into an *in camera* discussion of strategies being developed to attract new non-teaching revenue sources.
12. (*In camera*). Discussion of aspects of Knightsbridge Robertson Surette process.
13. Times for future meeting. An effort will be made using a doodle poll to find a regular Board meeting time in the 3<sup>rd</sup> week of the month that could work from January on. We will also need a time for the December meeting, and the chair suspects the best date will be Wednesday, December 18, either from 7:00-9:00 or 8:00-10:00 p.m.
14. Report of Nominating Committee. In the absence of the committee chair, the matter was deferred to the next meeting.
15. Lines of communication. The Executive Committee will meet with John, Diana and Jack to review the ideas in Jack's e-mail concerning lines of communication among the Teachers, Deans and Board.
16. The Board received the reports from the two Deans and understands that the report from the Finance/Operations Manager will be received on November 28, 2019.
17. Other business. The Board briefed Susanne on the outcome of the discussion of Confidentiality Agreements and the use of Alternates at Board meetings.
18. Meeting Adjourned at 9:15 p.m.
19. Next Meeting (Tentative), Wednesday, December 18, 2019.