



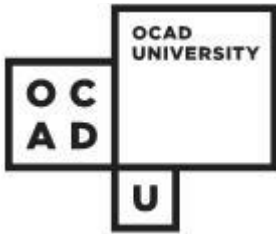
**Board of Governors Annual General Meeting
Monday, December 5, 2022
4:30 p.m. to 5:00 p.m. via videoconference**

AGENDA

Time	Item	Reference	Lead
4:30 p.m. (3 min)	1. Welcome and constitution of meeting	-	David Binet, Board Vice-Chair
4:33 p.m.	2. Declaration of Conflicts of Interest	-	David Binet, Board Vice-Chair
4:33 p.m. (2 min)	3. Approval of AGM Agenda for December 5, 2022 <i>(for decision)</i>	Agenda	David Binet, Board Vice-Chair
4:35 p.m. (3 min)	4. Approval of minutes of the December 6, 2021 Annual General Meeting <i>(for decision)</i>	Draft minutes attached	David Binet, Board Vice-Chair
4:38 p.m. (5 min)	5. Appointment of Auditors for 2022/2023 <i>(for decision)</i>	Briefing Note	Gail Lee, Audit, Finance and Risk Committee Chair Alan Simms, Vice-President, Finance & Administration
4:43 p.m. (5 min)	6. Overview of Annual Report for 2021/2022 <i>(for information)</i>	Briefing Note with Attachment	Ana Serrano, President Adam Wiendels, Executive Director, Marketing and Communications
4:48 p.m. (10 min)	7. Election of Chair and Vice-Chairs <i>(for decision)</i>	Briefing Note	Elizabeth Dipchand, Chair Designate Tanya Bowes,



Time	Item	Reference	Lead
			Board Secretary & Director, Strategic Planning
5:00 p.m.	8. Termination of AGM	-	New Board Chair (TBD)



Board of Governors Meeting
Monday, December 5, 2022
5:00 p.m. to 7:30 p.m. via videoconference

AGENDA

Time	Item	Reference	Lead
5:00 p.m. (5 min)	1. Welcome, constitution of meeting and opening remarks	-	Brenda Hogan, Board Chair
5:05 p.m.	2. Declaration of Conflicts of Interest	-	Brenda Hogan, Board Chair
5:05 p.m. (2 min)	3. Approval of Board Agenda for December 5, 2022 <i>(for decision)</i>	Agenda	Brenda Hogan, Board Chair
5:07 p.m. (3 min)	4. Consent Agenda (1) Approval of minutes October 3, 2022 regular meeting (2) Approval of minutes of October 26, 2022 special meeting (3) Approval of consent decision items and acceptance of consent information items <i>[Note: Governors to advise the Board Chair and/or Board Secretary in advance if they wish to discuss any of the consent agenda items.]</i>	(For list of materials attached, please see end of agenda.)	Brenda Hogan, Board Chair
5:10 p.m. (10 min)	5. Student Spotlight	-	Mark Krzepis, Faculty of Design, Illustration
5:20 p.m. (10 min)	6. President's Update <i>(for information)</i>	-	Ana Serrano, President

Time	Item	Reference	Lead
5:40 p.m. (10 min)	7. Approval of 2022/23 Institutional Scorecard <i>(for decision)</i>	Briefing Note with Attachment	Ana Serrano, President
5:50 p.m. (20 min)	8. Second Review of Board By-Law Changes <i>(for decision)</i>	Briefing Note with Attachments	Brenda Hogan, Board Chair Tanya Bowes, Board Secretary and Director, Strategic Planning
6:10 p.m. (50 min)	9. Audit, Finance and Risk Committee (AFRC) Report: (1) Fiscal Year 2022/23 Financial Review <i>(for information)</i> (a) Operating Budget Variances (b) Cash Flow Forecast/Management (2) Terms of Reference for Specific Restricted Funds: Financial Sustainability Fund and Student Experience Fund <i>(for decision)</i> (3) External Review Tracking <i>(for information)</i> (4) Multi-Year Forecast FYs 2022-23 to 2026-27 <i>(for information)</i> (5) Semi-Annual Risk Register Report <i>(for information)</i> (6) New Research Centre: Global Centre for Climate Action <i>(for decision)</i> (7) 230 Richmond Street West Ground Floor Social Hub <i>(for decision)</i>	(1) (a) Briefing Note (b) Briefing Note with Attachment (2) Briefing Note with Attachments (3) Briefing Note (4) Briefing Note with Attachment (5) Briefing Note with Attachment (6) Briefing Note with Attachment (7) Briefing Note	Gail Lee, AFRC Chair Ana Serrano, President Alan Simms, Vice-President, Finance & Administration Stephen Foster, Interim VP, Research & Dean, School of Graduate Studies Peter Fraser, Director, Finance Laura Wood, Executive Director, Institutional Analysis and Budget Planning

Time	Item	Reference	Lead
7:00 p.m. (10 min)	10. Brand and Business Development Committee (BBDC) Report: <i>(for information)</i> (1) Advancement Report	(1) Briefing Note	Jarret Leaman, BBDC Chair Mary Koutsoubos, Executive Director, Advancement
7:10 p.m. (5 min)	11. Other Business	-	Brenda Hogan, Board Chair
<i>In Camera Session</i>			
7:15 p.m.	12. Declaration of Conflicts of Interest	-	Brenda Hogan, Board Chair
7:15 p.m. (5 min)	13. Nominating Strategy Update with Committee Assignments for new Board members <i>(for decision)</i>	<i>Confidential materials distributed.</i>	Tanya Bowes, Board Secretary and Director, Strategic Planning
<i>In Camera Session for Board members</i>			
7:20 p.m. (5 min)	14. <i>In Camera Session</i>	-	Brenda Hogan, Board Chair
7:25 p.m. (5 min)	15. In Camera Session without Management	-	Brenda Hogan, Board Chair
<i>In Camera Session Ends</i>			
7:30 p.m.	16. Termination	-	Brenda Hogan, Board Chair

Consent Agenda Table of Contents

1. Summary of pending action items
2. Approval of minutes of October 3, 2022
3. Approval of minutes of October 26, 2022

Consent agenda information items:

4. Information report from the Senate Chair
5. AFRC information reports
 - a. Statutory Remittances Report
6. Research Ethics Board Annual Report for Academic Year 2021-2022
7. IQAP Final Assessment Report and Implementation Plan

Next Meeting: January 21, 2023 Board Retreat