Minutes of the Annual General Meeting

November 1, 2014

Minutes of the annual general meeting of the Board of Governors (Board) of the Ontario College of Art & Design University (OCAD U) held in Seminar Room 1, Weston Family Learning Centre of the Art Gallery of Ontario, 317 Dundas Street West, Toronto, Ontario at 3:00 p.m. on the 1st day of November 2014.

Present: John Albright, Maggie Broda, Alf Chaiton, Scott Clark, Miranda Corcoran, JJ Davis, Dr. Sara Diamond (President), Michel Frappier, David Holland, Helen Kearns, Steve Quinlan, Naseer Roopani, Keith Rushton, Dr. John Semple, Ian Tudhope (Chair), John Vivash and Carol Weinbaum.

In Attendance: Carole Beaulieu, Associate Vice-President, University Relations (Board Secretary); Valerie De Souza, Manager, University Relations; Jeff Litwin, Chief Campaign Officer and Vice-President, Development, Dr. Helmut Reichenbächer, Associate Vice-President, Research and Dean, Graduate Studies; and Alan Simms (Vice-President, Finance & Administration).

Regrets: Kiki Delaney, Tracy Gordon, Sharifa Khan, Richard Kostoff, Hadi Mahabadi, Robert Montgomery, Karen Prentice, Dr. Carol Roderick, Dr. Dot Tuer, and Matthew Vincent.

1. Welcome and Constitution of Meeting

Ian Tudhope, Chair, recognized that notice of the meeting was given to all members and that a quorum was present. He therefore acknowledged the meeting to be regularly constituted for the transaction of business. He welcomed Board members and staff to OCAD U’s annual general meeting.

2. Approval of Minutes

On motion made by Michel Frappier, seconded by Maggie Broda and adopted, it was resolved that the minutes of the November 16, 2013 Annual General Meeting be approved as presented.

Hard copies of OCAD U's annual report for 2013/2014, as a graphic novel, were
distributed at the meeting.

The President provided a brief overview of the annual report graphic novel featuring the
work of OCAD U alumnus, Chris Kuzma.

4. Appointment of Auditors for 2014/2015

Members received a briefing note as part of the advanced materials for this meeting.

The Vice-President, Finance & Administration provided an overview of the request for
proposals process for the search for external auditors.

On motion made by John Vivash, seconded by Alf Chaiton and adopted, it was
resolved that KPMG be appointed as OCAD University’s external auditors beginning
with the audit of the 2014/2015 fiscal year for a five year term to be reviewed and
approved on an annual basis.

5. Election of Chair and Vice-Chairs

The Board Secretary noted that nominations were declared open at the October 6, 2014
Board of Governors meeting for the positions of Chair and Vice Chairs of the Board of
Governors for one-year terms beginning at the Annual General Meeting in November
2014. She also noted that at that meeting, the Executive Committee, acting in its
nominating role, proposed Michel Frappier as Chair nominee, Dr. John Semple as First
Vice-Chair nominee, and Sharifa Khan as Second Vice-Chair nominee.

The Board Chair asked if there were any other nominations being put forth, and hearing
none, he turned to the nominees to confirm their consent to these nominations. Michel
Frappier and Dr. John Semple, who were present at the meeting, confirmed their consent
orally. As Sharifa Khan was unable to attend the meeting, the Board Secretary read out
her written consent to the nomination. After the consents to the nominations were heard,
the Board Chair closed the nomination process.

On motion made by Dr. Sara Diamond, seconded by Keith Rushton and adopted, it
was resolved that the Board of Governors approve the election of Michel Frappier as
Chair of the Board of Governors, Dr. John Semple as First Vice Chair of the Board of
Governors and Sharifa Khan as Second Vice Chair of the Board of Governors, each for a one-year term commencing on November 1, 2014.

6. Welcome of New Chair and Vice-Chairs

The Board congratulated the new Chair and Vice-Chairs.

The outgoing Chair then turned the chairing of the meeting to the new Chair.

7. Opening Remarks from New Chair

Michel Frappier, the new Chair thanked the outgoing Chair, Ian Tudhope, for his service in leading the Board for the last three years. He then remarked on the 2015 Canadian University Report published in the Globe & Mail noting that it acknowledged OCAD University’s professors who are top in their field, its innovative programs and its dramatic campus. He noted that this vivid description is good for OCAD U and will attract talented students from Ontario, Canada and abroad. However, he also noted that the review was tainted by criticism about the maintenance of OCAD U’s facilities, which have since been fixed. He encouraged continued responsiveness in fixing the smaller facilities’ problems and in responding to students, faculty and staff who express these concerns, so that the working environment can be improved for all.

8. Nominating Update

The Board Secretary provided a brief nominating update, encouraging nominations for the external Board member vacancies on the Board, which she noted were still open.

9. Discussion on Board Committee Assignments

The Board Secretary noted that a draft version of the Board Committee assignments was circulated to Board members after notification and consultation. A few Board members raised some queries needing further consultation following the meeting.

10. Other Business

Maggie Broda discussed a fundraising project for Project 31.

The Chair thanked departing Board members, Ian Tudhope, Robert Montgomery and Hadi Mahabadi for their service and contributions on the OCAD U Board of Governors and reminded members that there would be a reception in their honour immediately following
the meeting. The President then said a few words of thanks for the departing Chair, Ian Tudhope and noted that Chancellor Delaney has established “The Ian Tudhope Scholarship in Graphic Design”, a scholarship that honours Ian Tudhope, Chair of the Board of Governors of OCAD University from 2008 to 2014 and is offered to a top second year student on the basis of merit in the Graphic Design program.

On motion made by David Holland, seconded by Helen Kearns and adopted unanimously, it was resolved that the meeting be terminated at 3:35 p.m.

[Original signed] [Original signed]

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Michel Frappier, Chair Carole Beaulieu, Board Secretary