CONESTOGA
Connect Life and Learning

BOARD MEETING AGENDA POLICY

Approved by: Board of Governors

Authorizer: Governance Committee

Version: V1

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POLICY STATEMENT

The purpose of this policy is to establish a consistent, transparent, and strategic process for the development of agendas for meetings of the Board. The Board shall establish agendas that support effective governance, strategic oversight, accountability, and compliance with applicable legislation and Board policies.

SCOPE

This policy applies to all meetings of the Board.

DEFINITIONS

Board: The board of governors of the College.

Chair: The chair of the Board.

College: The Conestoga College Institute of Technology and Advanced Learning.

President: The president of the College.

PRINCIPLES

1. Agenda items shall support the Board's responsibilities for strategic oversight; financial stewardship; risk management; policy governance; presidential accountability; quality assurance; and compliance with legislative and regulatory requirements.
2. Agenda content shall be prioritized to ensure meeting time is used effectively and that routine operational matters are addressed at the appropriate management level unless Board action or oversight is required.
3. Agenda materials shall be distributed sufficiently in advance of meetings to enable governors to review materials and prepare for informed discussion and decision-making.

POLICY

1. CONTENTS OF BOARD MEETING AGENDA

a. It is the responsibility of the Chair, in consultation with the President, to develop the agenda for Board meetings.

b. Agenda items may arise from:
   i. Board work plan;
   ii. Committee recommendations;
   iii. Strategic and risk priorities;
   iv. Legislative or regulatory requirements;
   v. Requests approved by the President or Chair; or
   vi. Urgent matters requiring Board consideration.

c. At the beginning of every Board meeting, the Chair is to ask and have recorded in the minutes whether any governor has a conflict to declare in respect of any agenda items and every agenda should include a Declaration of Conflicts item.

d. A Board member who wishes to add an item to the Board's agenda or to be provided with additional information with respect to a Board matter (such as a legal opinion addressed to the Board) should do so in accordance with Section 4.16 of By-Law No. 1.

e. Board agendas for regular meetings of the Board are usually determined seven business days before a meeting.

f. The Chair shall approve the final agenda prior to its distribution.

g. Board agendas should generally include the following categories, as applicable:
   i. **Consent Agenda:** Routine, informational, or non-controversial items that do not require discussion unless requested by a Governor.
   ii. **Decision Items:** Matters requiring Board approval, authorization, or direction.
   iii. **Discussion Items:** Strategic or governance matters requiring deliberation, advice, or guidance.
   iv. **Information Items:** Reports provided for oversight, accountability, and awareness purposes.
   v. **Confidential Items:** Confidential matters that are appropriately considered in accordance with applicable legislation, Board by-laws, and governance procedures.

h. Only decision items will require a motion, seconder and a vote.

2. **CONSENT AGENDA**
    a. Items requiring a decision that are expected to require no discussion or debate may, at the Chair's option, be placed on the agenda under the heading "consent agenda".
    b. Materials and motions proposed to be dealt with under the consent agenda portion of the agenda shall be clearly identified as falling under the consent agenda in the meeting packages. Governors should review the consent agenda items prior to the meeting on the expectation that no discussion will take place during the Board meeting.
3. **APPROVAL OF BOARD MEETING AGENDA**
    a. The agenda will be approved by the Board at the beginning of each Board meeting.
    b. Governors may request that matters be added, deleted or that the order of items be moved and the Chair shall make a decision on each such request. Any such decision may be subject to challenge and reversed by the Board.
    c. Items may be moved out of the consent agenda at the request of any Governor prior to approval of the agenda. No motion or vote of the Board is required with respect to a request to move an item out of the consent agenda.
    d. Where a Governor requests that an item be moved out of the consent agenda, the Chair shall decide where to place that item on the agenda.
    e. Where only one item in a committee report does not qualify as a consent agenda item or is requested to be moved, that item shall be moved out of the consent agenda and the rest of the items in the report shall remain in the consent agenda.
    f. Approval of the agenda by the Board constitutes approval of each of the items listed under the consent agenda portion of the meeting. No separate vote to approve the consent agenda portion is required.
    g. Minutes of the meeting will include the full text of resolutions adopted under the consent agenda portion of the meeting.

RELEVANT LEGISLATION AND RELATED DOCUMENTS

- Conestoga College By-Law No. 1
- Conflict of Interest Policy